



CITY OF SUNNYVALE REPORT Planning Commission

August 9, 2004

SUBJECT: **2004-0576** – Fourth Quarter Properties (Partnership Common Names: Forum Development Group, Lehman Brothers and Standard Pacific Homes [Applicant] Target Corporation, WL Partnership, Sun Town Center Properties Corp. (Macy's), Sunnyvale LLC (Mall), and Sunnyvale Redevelopment Agency [Property Owners] application for the redevelopment of 2502 Town Center Lane (Town Center Mall) with a new open-air mixed use shopping district. APN: 209-34-009, 209-34-010, 209-34-016, 209-34-017, 209-34-018, 209-35-001, 209-35-005, 209-35-010, 209-35-011, 209-35-012 and 209-35-007.

Motion: Special Development Permit for site plan, design and use approvals to allow the construction of up to 1,000,000 square feet of commercial space, 275,000 square feet of Office space, and 292 housing units.

REPORT IN BRIEF

Existing Site Conditions Developed site including: Town Center Mall with department stores and associated parking structures plus three other developed properties

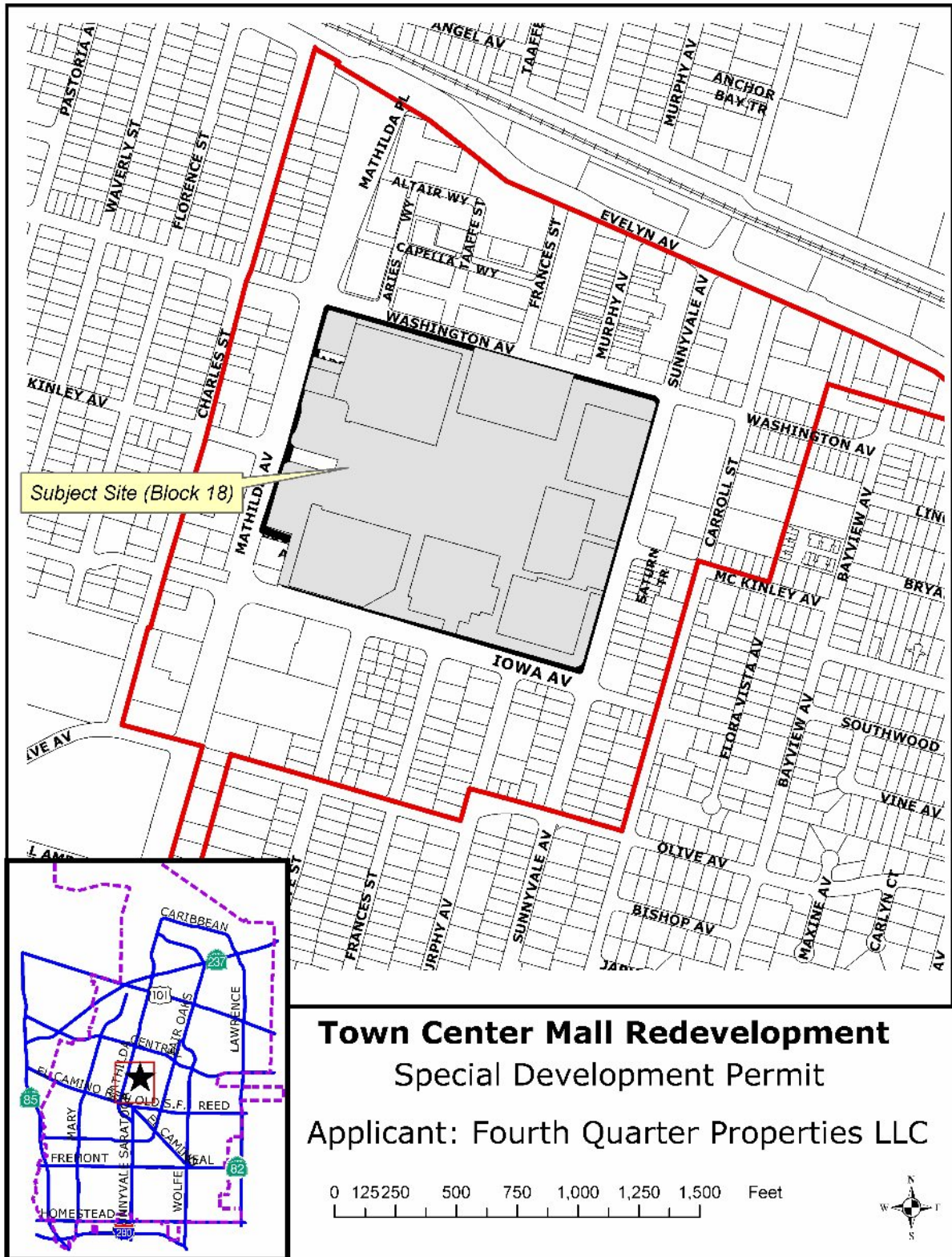
Surrounding Land Uses

North	(across Washington) Town and Country, 100 Block South Murphy Avenue (retail/entertainment)
South	(across Iowa) Primarily Residential with some office and other commercial uses
East	(across Sunnyvale) Mixture of small businesses and residential
West	(across Mathilda) Office, retail, residential

Issues Architectural design, parking, mix of uses

Environmental Status A Mitigated Negative Declaration has been prepared in compliance with California Environmental Quality Act provisions and City Guidelines tiering from the previously certified Downtown Improvement Program Update Final EIR.

Staff Recommendation Approve the application with conditions, including the filing of a Tentative Map application, Vacation of Barson Terrace, and resubmittal of final design details of specified areas for review by the Planning Commission.



PROJECT DATA TABLE

	EXISTING	PROPOSED	REQUIRED/ PERMITTED
General Plan	DSP	Same	
Zoning District	DSP 18	Same	---
Lot Size (acres)	36.5	36.5	min.
Gross Floor Area (s.f.)	Mall w/majors 698,339 "Chevy's " Building 12,537 WHL Building 8,776 TOTAL 719,652	Commercial* (Max.) <i>1st Floor 443,251</i> <i>2nd Floor 154,756</i> <i>Designated Outdoor</i> <i>11,339</i> <i>Cinema 59,217</i> <i>Macy's/Target</i> <i>330,437</i> Total 1,000,000 Office 275,000	max. Commercial 1,007,876 Office 282,000
Lot Coverage (%)	62%	75%	Per SDP max.
RESIDENTIAL			
No. of Units	0	292	292 max.
Density (units/acre)	0	8	8 max.
Meets 75% min?	---	yes	219 min.
No. of BMR Units	---	37	12.5% (37 units)
Bedrooms/Unit	---	20% 1 bedroom 60% 2 bedroom 20% 3 bedroom	---
Unit Sizes (s.f.)	---	850-1900	N/A
Lockable Storage/Unit	---	undetermined	300 cu. ft. min.

	EXISTING	PROPOSED	REQUIRED/ PERMITTED
No. of Buildings On-Site	8 Buildings - Mall - Target - Macy's - JC Penney - WHL - Chevy's - Target Parking Structure - Parking Deck 2 levels	20 Buildings 3-Mathilda 2-Target, Macy's 3-Redwood Square 5-McKinley 3-Washington 4-Parking Structures	---
Building Height (ft.) <i>See Attachments 5,6</i>	Varies <i>Macy's and Target typify entire Mall at estimated 42 feet and 45 feet respectively.</i>	Varies Cinema 80 (top of parapet, not architectural features) Redwood Sq. "City Hall" 53 Sunnyvale/Washington 44 Mathilda Office 65-75 Iowa Double-Stacked Town Homes 55 McKinley Mixed-Use 65 south, 72 north	75 max. <i>(5 stories)</i> Cinema 80
No. of Stories	2	Varies 2-5	5 max.
Setbacks No setbacks are required for Block 18. Parking Deck "C" has a five-foot setback along Sunnyvale Avenue and the residential town homes along Iowa vary between 10-15 foot setbacks. All other new construction is to be built at the property line or sidewalk edge.			
Landscaping (sq. ft.)			
• Landscaping Total		419,358	Per SDP min.
• Vegetative	47,000	183,775	
• Hardscaped		235,583	
• Landscaping/Unit (Res. Situated Only)	---	Estimated 125 <i>(Courtyard areas 36,500)</i>	Per SDP min.
• Usable Open Space/Unit (sq. ft.)		Estimated Average 98	50 min.
• Water Conserving Plants (%)	Unknown	Unknown	70% min.
Parking			
• Total No. of Spaces	3,680	5,651	Per SDP min.
• No. of Underground	225	1,675	Per SDP min.

	EXISTING	PROPOSED	REQUIRED/ PERMITTED
• No. Surface	670	215	Per SDP
• No. of Accessible	Unknown	36	61 min.
• Driveway Aisle Width (ft.)**	26	24	Commercial 26 min.
• Bicycle Parking	Unknown	Undetermined	Per SDP Min.
Stormwater			
• Impervious Surface Area (s.f.)	1,542,241	1,406,165	no min.
• Impervious Surface (%)	97%	95%	no min.

**Note, specific development plans will have slightly different square footages of uses, the above table entries reflect maximum intended development intensities*

****Requested Deviation**

ANALYSIS

Background

The subject Town Center Mall site was the original redevelopment project for the City of Sunnyvale and was approved in 1979. The mall has existed in its current configuration of three major retailers and the in-line mall tenants since the approval of the JC Penney addition in 1993. The most recent addition to the site was construction of the Parking Structure "D" (next to Target) completed in 2002. This parking structure was part of a large project for revitalization of the mall put forth by the American Mall Properties. JC Penney closed its operation in early 2003 and the in-line mall section was closed in August of 2003. The Macy's and Target stores are currently open and operating.

The proposed redevelopment project, commonly known as the Forum project, was originally submitted as a General Plan Amendment and Special Development Permit on August 7, 2004. Subsequent delays to the project involved difficulties in obtain all property owner signature approvals for a complete application, selection of a housing developer (Standard Pacific Homes) and additional design modifications. During the past year the General Plan Amendment request was separated from the project and processed separately. City Council approved an increase in housing units (200 to 292) and office square footage (202,000 to 282,000) on July 13, 2004. A complete application for the Special Development Permit, including the final property owner authorization of Macy's, was submitted on July 13, 2004.

Previous Actions on the Site: The following table summarizes previous planning applications related to the subject site.

File Number	Brief Description	Hearing/Decision	Date
2003-0613	GPA intensify development potential to 292 housing units and 282,000 sq ft office	City Council/Approved	July 13, 2004
1998-1120 (Not completed)	SDP and other associated permits for AMP Town Center Mall Expansion	City Council/Approval	March 11, 1999
	Development of the original mall and associated parking structure.	City Council/Approved	March 1, 1978

Description of Proposed Project

The project includes the demolition of the existing Town Center Mall, commercial buildings at the intersection of Washington Avenues and Mathilda Avenues, and parking structures leaving only the Macy's, Target, and new Parking Deck D parking structure. The proposed new construction and improvements provide for a recreated street grid, a mixed use project of 292 residential units, generally situated above retail, 275,000 square feet of office space above retail, and 1,000,000 square feet of commercial retail and entertainment uses, including a 16-screen cinema. Parking is provided throughout the project with both on-street parking and four large parking garages located at the four corners of the site for a total supply of 5,651 spaces. The project covers all of Block 18, except for the 0.48 acre Bank of the West site that is currently developed with a 6200-7000 square foot building.

Reading Plans

Please note that when reviewing attachments of the site plan and building plans that the "Levels" refer to parking levels, not stories of buildings. Building stories vary in height dependent on the type of use (retail, residential, office). Parking levels have a lower standard floor to ceiling height than stories of a building; therefore, multiple levels can be accommodated within the same height envelope of a building story. The plans also reference height as measured from actual ground elevation values rather than an absolute height method that uses ground level as zero feet. The elevation value method is better representation of the elevation changes across the site. However, some more recent housing elevations will call out an absolute height measurement. Also note that the project description for square footage of different uses may vary from those noted in the Project Data Table. The project analysis by Staff is based upon the maximum numbers discussed in the Project Data Table, not data from Attachment 4 Site Plan sheet 7.

Project Issues

The project is a complex multi-faceted mixed-use project involving over 1.6 million square feet of gross floor area of buildings with 5,651 parking spaces. The project review entails pertinent analysis of uses, site plan, and

architecture. Although a complete discussion of the project follows, Staff highlights the following as some of the noteworthy issues for the project in an effort to focus discussion:

- **McKinley Avenue Parking:** Angled vs. Parallel (*additional supply, safety, easy access, character, wide/narrow streets*)
- **Redwood Square** (*design, layout, character, architecture*)
- **Cinema Overhang on McKinley**
- **Murphy Avenue Extension** (*layout, character, building architecture*)
- **Sunnyvale Parking Structure(Deck "C")**(*capacity, functionality, architecture*)

Environmental Review

The subject project is located within the boundaries of the previously certified Downtown Improvement Program Update Final EIR (2003). A Mitigated Negative Declaration (MND) was prepared in compliance with the California Environmental Quality Act provisions and City Guidelines tiering from the previous Final EIR. The EIR considered the impacts of development for buildout of the downtown, including the types and maximum intensity of uses for Block 18. These effects of buildout are discussed in terms of cumulative impacts of development and include such issues as traffic volume, cultural resources, and air quality to name a few. The certified Final EIR includes mitigations that address the potentially significant impacts identified in the EIR analysis and are applicable to all future development in downtown.

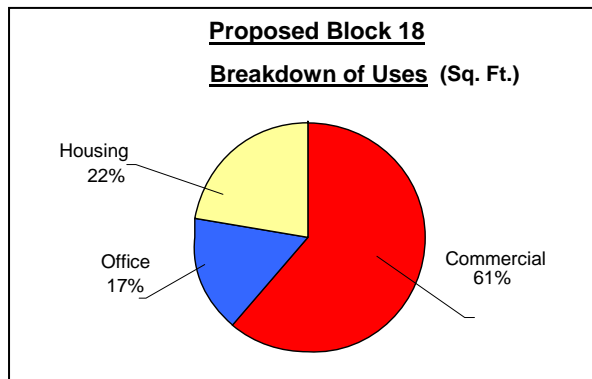
The EIR was not able to address project specific impacts for a particular development proposal. The variety of site-specific configurations available within the maximum limits identified for Block 18 would have been speculative if addressed in the EIR. Issues addressed in the MND include the proposed on-site circulation pattern, parking, land use pattern, public utility capacity, aesthetics, and preservation of Heritage Resources (6 redwood trees). In addition to the applicable EIR Mitigation Monitoring Program, two additional specific mitigations were incorporated into the MND to address the tree preservation measures for the six redwoods during demolition and construction and the provision of a traffic signal at the reconfigured intersection of Murphy Avenue and Washington Avenue. (*See Attachment 3, Initial Study and Attachment 2 Conditions of Approval (COA) EM 1 & 2*)

Special Development Permit

Use: Block 18 of the Downtown Specific Plan (DSP) is described as part of the Commercial Core of the Downtown which includes Blocks 1,1a,2,12,18, and 20. The District has two articulated goals of linking the different blocks of the downtown and to providing for lively street life on all primary streets. Further refinement of the district details is described on a street-by-street basis for the Commercial Core. In regards to the distribution and types of uses, Block 18 encourages conversion to an open outdoor shopping district with increased pedestrian and vehicle connectivity. Ground floor uses should primarily be

retail, restaurant, and entertainment with engaging activities and focal points located at the corners and more passive uses of lobbies located at mid-blocks.

The proposed development is a true mixed-use development with both vertical and horizontal component integration of office, retail, entertainment, and housing. The reconnected street grid and extensive ground floor commercial uses do in fact achieve the DSP goal of creating an open outdoor shopping district and the proposed housing will spur activity downtown for both night and daytime uses as envisioned in the DSP.



Street Level Linear Retail Frontage (ft)	
Mathilda	750
McKinley/Taaffe	2,285
Redwood Sq.	700
Washington (No Macy's)	785
Murphy Ext.	510
Total:	5,030
*Note for comparison 100 Block of South Murphy has 1,075 feet and Town and Country has 1,800 feet.	

Housing- 292 Total Units

(Preliminary: 20% 1 bedroom, 60% 2 bedroom, 20% 3 bedroom)

- McKinley (South Side): 104 Units
- Washington (Aries to Taaffe): 24 Units
- Iowa (Mathilda to Taaffe): 22 Units
- McKinley (North Side): 124 Units
- Iowa (Target Garage Wrap): 18 units

A variety of housing styles ranging in size from 850-1900 square feet are proposed by the applicant with the intent of 100% "for-sale" individual ownership for all housing units. A Subdivision Map is recommended as a condition of approval of the project (COA G5) to allow ownership housing, which will require a subsequent application review and public hearing. As part of the Subdivision Map process a Home Owners Association would be created for administration of common interests in the development. A probable deviation to minimum lot size is anticipated for the creation of the individual lots and is acknowledged as part of this permit.

Per Zoning Code standards, two parking spaces per unit are provided within either a two-car garage accessed through the parking structures or via a speed ramp to underground parking that has restricted access. Residential guest parking is not required per the Zoning Code for this type of project, but staff has recommended and the applicant has provided 0.25 guest parking spaces per housing unit. Three quarters of the guest spaces are incorporated into the general availability shared parking of the structures and one fourth is included in the restricted residential access areas. Typically visitors would then enter the buildings from one of multiple lobbies located on the ground floor of the

buildings through a secured entrance. Planned on-street parking along Iowa Avenue was not factored into the parking supply for the site.

The proposed housing units are within the maximum intensity of 292 units for Block 18. The 292 housing units will include 12.5% (37) Below Market Rate units. The usable open space per unit is required as 50 square feet per unit with an adequately sized balcony generally satisfying this requirement. Most units have usable balconies with some units including patios and terraces. The multiple internal courtyard areas of the McKinley "Flats" buildings equals approximately 20,000 square feet, which exceeds the minimum standard of 50 square feet per unit requirement. The Downtown Specific Plan does not have additional obligations for size, location, or type of housing to be provided on the site.

Office- 275,000 square feet

The applicant proposes approximately 275,000 square feet of Class A office space for the Mathilda Avenue frontage of the site. The office space is located above ground floor retail with intentions of being leased to tenants. Subdividing the space to create individual ownership is not precluded. The office uses are primarily intended to be of multiple-tenant design targeted towards small businesses, rather than the larger users envisioned for the adjacent Mozart office buildings in Block 1. The applicant has indicated that large office space users prefer stand-alone or exclusive use buildings that do not have retail or other uses throughout the ground floor. The corner office building located at the intersection of Mathilda Avenue and Washington Avenue may lend itself to be occupied by a single tenant due to its location and design despite the intention of having ground floor retail.

Small office uses and individual tenants are defined as ranging in size from 1,200 square feet to 10,000 square feet by the applicant. To maintain flexibility on attracting potential tenants, no restriction on maximum tenant size or prearranged configuration is proposed. The parking designed for the office users is located in the underground portions of the parking decks. These spaces are not designed for reserved access and may be used throughout the day and night by all patrons of the shopping district and downtown. Elevator lobbies exist within the parking garages as well as along the street for employee and customer access.

The adjacent Bank of the West building is not part of the project and has approximately 7,000 square feet of floor area. The proposed 275,000 square feet of office within this project combined with Bank of the West is within the maximum intensity of 282,000 square feet for Block 18. The uses allowed for the above ground floor office in Block 18 would include, for example, administrative, professional, medical, R&D, and financial uses. Staff has concerns regarding potential large-scale medical office uses or cumulative small medical office users and their impact on shared parking demand.

Therefore, Staff is recommending a condition of approval (COA G9c2) that medical office be restricted initially to 10% of the office floor area with additional floor area up to 40% requiring approval of a MPP. It should also be noted that a Transportation Demand Management Program (TDM) for the office component is included as a condition of approval as an EIR mitigation measure. The TDM peak hour trip reduction is established at 15%. The Downtown Specific Plan does not have additional obligations for size, location, or type of office uses.

Commercial- 1,000,000 square feet

A variety of commercial uses are contemplated for the project site. The project will include both ground floor retail and selected 2nd-story retail, an enclosed food court, various restaurants, entertainment (clubs, bars), up to a 16-screen cinema with 2,950 seats, and a fitness facility. Due to parking demand and Department of Public Safety concerns about the intensity of people and operations on the site with the commercial uses, the applicant has proposed to limit the floor area for restaurant uses to 70,000 square feet. In accordance with Fehr and Peers parking analysis, staff finds that the food court of the project does not draw additional customers, but instead serves the retail customers and therefore would not count towards the restaurant limitation.

Establishments serving beer and wine will be permitted through approval of Miscellaneous Plan Permits and establishments with an on-sale general liquor license (consumed on-site) will require review of a Special Development Permit to ensure an appropriate mix and concentration of uses, taking into consideration the existing levels of use on 100 Block of South Murphy Avenue. As a condition of approval for establishments serving alcohol, a master plan of operations for Block 18 that may include staggered closing times is likely to be required of future permits in an effort to control the numbers of people that are released at one point late in the evening. This addresses, in part, Department of Public Safety concerns on concentration of persons late at night in the downtown. Amusement oriented uses with no alcohol service, including the Cinema, would also be included in a master operations plan.

Primary outdoor uses for the shopping district are factored in the gross floor area of 1,000,000 square feet. Primary outdoor uses are defined by Staff as areas designated on a permanent or semi-permanent basis for an outdoor commercial activity as a part of the core operations or services, such as restaurant dining or retail kiosks. Incidental outdoor uses are the "spillover" uses that liven up sidewalks and streetscapes. These incidental uses would include minimal merchandising, café seating, or outdoor dining similar to the 100 block of South Murphy. These types of uses do not have significant increased customer draw and are not part of the core operations of the business. For this project, Staff has estimated the 2nd story open-air dining balcony on the eastside of the Redwoods, the "crystal café" and associated seating in the Redwood Square on the ground floor, and the potential seating

areas around the octagonal building at the intersection of Taaffe and Washington as the primary outdoor uses; they equal approximately 11,000 square feet of the total commercial gross floor area. There is no estimate of incidental outdoor uses for the project.

Open/Public Spaces

Redwood Square

The primary open space proposed for the development is the centrally located plaza surrounding the six heritage resource redwood trees. These trees are designated for preservation as part of the Mitigated Negative Declaration. The configuration and use of this site has been a focal point of discussion for the community over the past year. Presently, the "square" area is approximately 34,000 square feet between the edges of the covered walkways and the north curb line on McKinley. This area would be retained as private property controlled by the shopping district operator and intended for public use.

The preliminary details of the area include the presence of a small café, presumably outdoor seating areas, an elevated grass turf area around the redwoods (*severe grade change on this part of site may require a stabilized base to preserve the trees*), a performance stage, and a piece of artwork that is potentially a water feature. The commercial businesses surrounding the square will be 1st and 2nd story uses that include a dining area overlooking the square from the eastside. Macy's will maintain a southern entrance through the Redwood Square.

Murphy/Washington Corner

An original element of the conceptual Downtown Design Plan was the extension of Murphy Avenue south of Washington Avenue, through what is now the surface parking lot east of Macy's. This extension was recognized as a principal component of the plan and was incorporated into the approved 2003 DSP. With the extended street in place, parking would be concentrated in a new parking structure east of the street alignment, leaving a unused strip of land approximately 90 feet in width between Macy's and the new street (approximately 1/3 of this area is owned by Macy's).

An initial reason for the open space in front of Macy's was the underlying assumption that Macy's would never permit development in front of their store. To address this left over area it was designated in the 2003 DSP as an open space of approximately 0.45 acres with an expanded area of 0.75 acres with full closure of the adjacent Murphy Avenue segment. The DSP plan utilized the plaza as a design concept in support of the retail street designation for Murphy Avenue. However, when Macy's reviewed the proposed plan as a property owner project participant, they stated that they would not approve the use of the portion of this area which they owned for public open space; furthermore, they stated that they preferred that retail stores be developed between the face of their store and the new Murphy Avenue right-of-way.

Although the DSP acknowledges the need for open gathering spaces in the Downtown and includes the plaza in front of Macy's in a listing of design concepts, Staff believes the proposed plan is consistent with the design intent of the DSP for two reasons. First, the developer has provided a major central gathering place around the historic redwoods (one block south) and the City has constructed a large 1.6 acre plaza along Evelyn and Frances (two blocks northwest). Considering the existence of these two other significant open spaces and the ability to close the Murphy Extension for special events, the need for the area as a gathering space does not appear to be readily evident. Second, staff believes that retail at this location strengthens the continuity of Murphy Avenue as a retail street as was intended by the DSP. Continuous retail frontage will entice shoppers to continue to stroll along Murphy across Washington Avenue, thereby contributing to the integration of the Murphy Avenue extension with Historic Murphy Avenue. With retail on all four corners, the intersection of Washington and Murphy may be viewed as the "100 percent retail corner", a strong urban design link for the new and the old of an integrated Downtown.

Other Public Space

The streets and sidewalks in this project are considered pedestrian friendly amenities and contribute to the public use of the site. The streets will be used for public parking and vehicle access and are anticipated to be public property. The project has been designed to allow for special events by allowing for periodic closure of the Murphy extension and potentially the portion of McKinley abutting the Redwood Square. The parking garages have adequate entrances and exits to permit street closure in these locations.

The sidewalks on the periphery of the project will be located within public right-of-way; the sidewalks internal to the project will remain private property. With individual property the shopping district has more flexibility on types of uses allowed to "spill out" into the public realm than is allowed on public sidewalks. This will contribute to a lively streetscape, a primary goal of the DSP for the commercial core. Conditions of approval for incidental sidewalk uses require similar treatment as those on Murphy Avenue through approval of a Miscellaneous Plan Permit.

Concerns about 1st Amendment rights have been expressed by a few members of the public concerning the status of the sidewalks and square as privately owned property. An individual's 1st Amendment rights are only marginally restricted for the proposed shopping district as compared to public property due to the seminal case of *Robins v. Pruneyard Shopping Center* (1979) 23 Cal.3d 899. Shopping Centers with public gathering spaces are considered similar to publicly controlled places of assembly and treated as public forums in regards to the 1st Amendment. Restrictions of time, place, and manner may be instituted by the owner of the private property. Persons may not be disruptive to other users and are permitted only within common areas of the

commercial project. Activities in the streets themselves would be prohibited as is typical throughout the community, unless the streets were closed for a special event or assembly. As a mixed-use project the residential portions of the site may allow for stricter controls.

Parking

Issues related to parking include demand, supply, location, usage, type and configuration. The project has submitted a shared parking analysis by Fehr and Peers Transportation Consultants to determine the appropriate level of parking spaces. The Zoning Code encourages shared parking arrangements within Downtown and it does not have a parking ratio for mixed-use projects. The economies of scale come into play for a large project and are recognized in the Zoning Code with reduced standard parking ratios, on a per square foot basis, dependent on shopping center size. Staff believes that the application of either the discrete use parking ratios or a non-shared demand analysis results in excessive and therefore underutilized parking. The DSP identifies a goal of providing for shared parking in the downtown.

Shared Parking Analysis

The Parking Analysis addressed average weekday demand and "design" weekday and weekend demand. The term "design" in this instance refers to the industry practice of addressing parking demand for the 20th busiest shopping day of the year. This day is commonly in the month of December during the holiday shopping season. Parking for highest one-hour demand of the year is considered impractical for a project and inefficient for all other times of the year. The study analyzed the individual demand for the major uses of the project (office, cinema, restaurant, retail) throughout the day. The result of the hourly parking analysis was that the peak demand for the times studied was design weekday at 1PM Friday, followed closely by design weekend at 2PM Saturday. The target parking supply for the project was chosen as the peak demand period for the project, which is the design weekday. The peak demand includes a circulation factor of 5% above demand to allow for more efficient access and availability of spaces.

As part of the study, the restricted access residential parking was excluded and considered self parked with its 2 spaces per unit. The guest parking demand, as discussed above, is included in the parking demand and supply. The remaining uses are all categorized as shared parking demand and supply. The peak shared parking is calculated to have a demand of **5,060** spaces where **5,050** are provided. The average shared parking demand for weekdays is estimated at **4,662** parking spaces, roughly 8% less than design weekday, where **5,050** spaces are provided. A refined project description will reduce demand to equal peak design demand for the holiday season, if that is desired for the project. *(Table next page)*

Bicycle Parking

The applicant has indicated that residential units will accommodate secured bicycle parking in either the units or the garages and that secured bicycle

parking for employees will be located within the parking structures. Valley Transportation Association Bicycle Guidelines advise 20 guest bicycle parking spaces for the residential units, 46 bicycle parking spaces for retail customers, and 12 spaces for office visitors. Recommended employee bicycle parking is 36 spaces for the office component and 74 spaces for the other commercial employees. Bicycle racks will be placed in various positions within the project. Final bicycle parking locations will be reviewed by Transportation and Planning Staff as a condition of approval. Staff is recommending a total of 110 Class I spaces (secure) and 78 Class II spaces (open racks).

Generation Rates Design Weekday 1:00 pm (Holiday Season)

Block 18	Sq. Ft.	Parking Ratio	F&P Gross Demand	Individual Use Factor	Total with Use Factor
Retail	870,783	3.800	3,309	1.00	3,309
Restaurant	70,000	10.000	700	0.70	490
Office All	275,000	3.000	825	0.90	743
Cinema (seats)	2,950	0.25	738	0.30	221
Total Retail			5,571		4,763
Housing Guest*		0.25	73	0.77	56
Add 5% for circulations					241
<i>Total Shared</i>					<i>5,060</i>
Housing	292	2.00	584	1.00	584
<i>Guest Remainder</i>			17	1.00	17
Total Housing					601
TOTAL			6,228		5,661

*13% of guest spaces are in residential restricted

Note: Gross City Demand per Zoning Code is 6,900 spaces

Shared Spaces Needed	5,060	
Total Spaces Needed	5,661	
Total Spaces Provided	5,651	(10 Space Deficit)
Reserved for Residential	601	
Shared Spaces	5,050	

Site Layout:

The project is predicated on reestablishment of the historic street grid to the extent practicable allowing for integration of a variety of uses and different character throughout the project. The pattern of development for Block 18 is not designated for different portions of the site as would be done with traditional zoning regulations. The layout of the site is instead more form based, guided by street type and DSP guidelines and development standards for proposed uses. The project's proposed uses are generally located for future compatibility reflective of the type of use planned opposite of it. The exception would be the planned office corridor along Mathilda Avenue, which at buildout would be opposite (across a wide boulevard) of very high-density housing that is compatible in relative height and intensity of use. The most intense concentration of use is at the northwest quadrant of the site with other relatively significant intensity in terms of overall building height and activity at the central McKinley core area. The intensity of uses and heights gradually

decrease to lower levels to the south, with the lowest intensity of use at the southwest corner.

Downtown Integration

Block 18 is a principle piece of the downtown that is roughly 1/3 the acreage of the downtown and borders along 15 of the DSP blocks. Linkage to the other areas is an important feature of the design. The two most important adjacent areas with which compatible links must be established are the existing areas of commercial businesses North of Washington (including Historic Murphy Avenue and Town and Country) and the residential neighborhoods to the south. The DSP encourages unity in the downtown through application of enhanced Downtown Standard Streetscape Specifications and the developer will improve abutting street frontages to these standards.

The applicant has incorporated a pedestrian link directly from Parking Deck B to Washington Avenue at the intersection of Aries Way and provision of new traffic signals at the intersection of Taaffe Avenue and Murphy Avenue that will allow for controlled pedestrian crossings of Washington Avenue. The project has retail opposing the Town and Country retail and completes a 100% retail corner at the intersection of Murphy Avenue and Washington Avenue. The extension of Murphy Avenue itself flows seamlessly from the historic 100 Block into the new development with its centerline alignment of the roadway, alignment of the sycamore street trees, and wide sidewalks. The Macy's façade along Washington Avenue may be updated and continue to offer an entrance from Washington. Kiosks and directional signage relating to the multi-modal station one block from the site will also be included in the project.

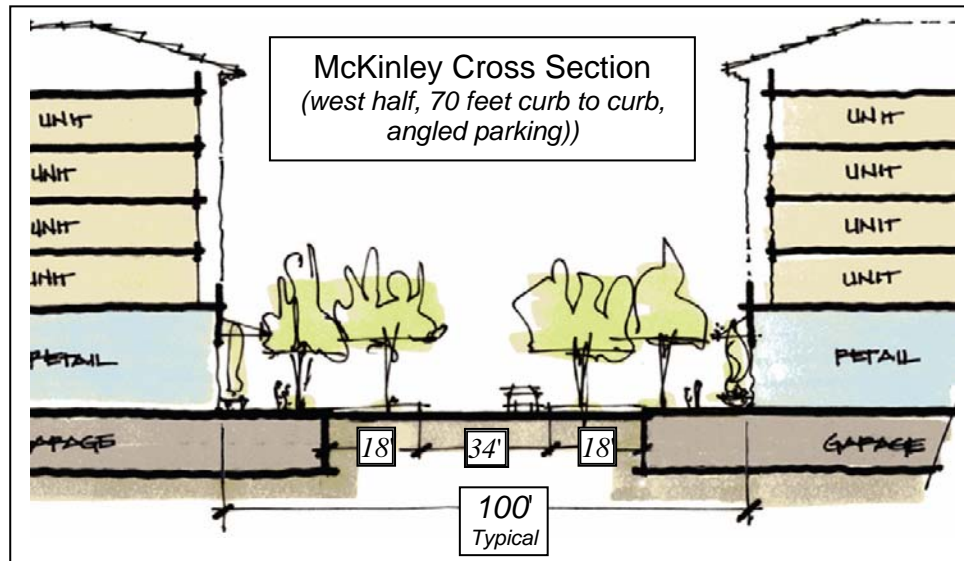
In consideration of the adjacent residential areas, neighborhood gateway features are to be provided at designated intersections. Residential uses are proposed along Iowa Avenue opposite of existing residential uses. Pedestrian connections will extend from Target along the new Murphy extension and the existing Taaffe intersection with Iowa Avenue.

Circulation/Streets

Washington Avenue is the primary entrance into the Downtown. Due to the piecemeal development of downtown, Washington Avenue currently has varying right-of-way sidewalk widths. The public improvement requirements of this project include a fair share of the improvements to the Mathilda Avenue intersection with Washington Avenue to allow for an additional turn lane (5 lanes total), a 15-foot typical sidewalk, new traffic signals at Taaffe and Murphy Avenues, and removal of the signal at the former Town Center Lane intersection. Of particular note is a pedestrian passageway situated across from Aries Way that permits access from the parking structure to the street. Sidewalks abutting Macy's will remain as is.

The reestablished **McKinley Avenue** serves as the primary entrance and "main street" for the proposed project. McKinley is designed as a pedestrian friendly "main street" with on-street parking, multiple crosswalks, a traffic circle

(roundabout) and wide sidewalks for pedestrians. Two pedestrian bridges are proposed over McKinley connecting the Redwood Square to the south-side retail, including Target, and the Cinema. The primary issue for Staff relates to the width of sidewalks and the proposed angled parking. Staff agrees that on-street parking is essential to creating an appropriate downtown streetscape; staff differs by recommending parallel rather than angled parking as proposed.

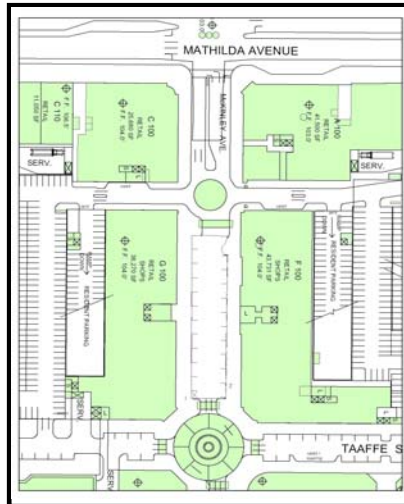


Angled Parking

The applicant has proposed angled parking in response to two primary issues, quantity and quality of spaces. Originally the project had angled parking for all streets in the project; in response to staff and other input, the other streets have been modified to parallel parking and parking has been removed completely in front of the Redwood Square. The applicant feels strongly that angled parking should be provided along McKinley Avenue. The applicant argues that angled parking, as compared to parallel parking, is preferred by the merchants, is easier for customers to use, and provides more on-street spaces close to the stores. Angled parking has historically been used in a variety of downtown settings, including Town and Country in Sunnyvale, and downtown Los Altos.

The applicant has provided two schematics to the City on the angled parking layout for the street. The original had a 60-foot curb-to-curb section for parking on both sides and travel lanes, allowing for a typical 20-foot sidewalk. The current proposal of 70-foot curb to curb was submitted in response to maneuvering concerns of the Transportation Division. The current design with parking on both sides has reduced typical sidewalk widths to approximately 15 feet. The applicant would prefer approval of the 60-foot section with wider 20-foot sidewalks based on their experience of design adequacy and preferred pedestrian friendly wider sidewalks.

Parallel Parking
50-foot Curb to Curb



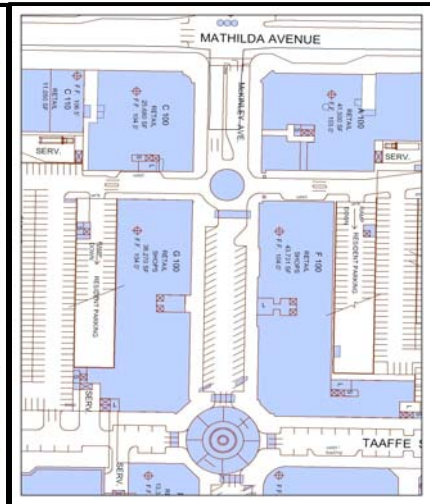
25-foot Sidewalk Typical

Angled 60° Parking
70-Foot Curb to Curb



15-foot Sidewalk Typical

Angled 60° Parking
60-Foot Curb to Curb



20-foot Sidewalk Typical

Contrary to the applicant's proposal for angled parking, the Transportation and Traffic Manager has determined that on-street parking on McKinley Avenue is appropriate as parallel parking. A parallel parking configuration would result in a 50-foot curb-to-curb section and 25-foot sidewalks within the 100-foot distance between buildings. The Transportation and Traffic Division believes that diagonal parking would conflict with the safe and effective functioning of McKinley Avenue as the primary access and central circulatory focus of the proposed development. Although the minimum angled parking dimension of a 70-foot curb-to-curb section, which includes space for bikes, is proposed by the applicant, there remains issues of traffic volume and pedestrian design needs. There is substantial evidence in the traffic engineering literature that diagonal parking increases the collision risk on streets with traffic volumes such as those anticipated for McKinley Avenue. Diagonal parking is operationally inefficient from the standpoint of traffic flow, and traffic flow is essential to this primary circulation corridor.

Furthermore, principles of pedestrian and bicycle friendly design encourage narrower street sections and wider sidewalks; for example the VTA Pedestrian Technical Guidelines call for 10'-11' travel lanes and 16'-18' sidewalks with parallel parking (no bike space) in downtown main street areas. The Transportation and Traffic Manager believes that safe angle parking would necessitate the minimum of 70 feet curb-to-curb, which includes space for bikes. The current plan has provided the 70 feet cur-to-curb with 15-foot sidewalks. Restricted sight lines for drivers also make diagonal parking dangerous for passing bicyclists. Staff believes that diagonal parking with the expanded curb-to-curb width and moderately wide sidewalks will create an automobile-dominated environment, contrary to the goals of the Downtown Specific Plan. Staff is concerned that the amount of pavement, the barrier of

banks of diagonally parked cars, and presence of a significant concentration of cars circulating in an unsafe manner in what is effectively the core of the development will discourage the intended comfortable pedestrian activity.

The applicant's traffic consultants have responded to the issue of parallel versus angled by noting that the industry literature has a mixed opinion with journal articles reaching opposite conclusions on the effect on operations and safety. The applicant would note that an entrance to the parking garage for inbound traffic from Mathilda Avenue is before the presence of angled parking and the exit from the parking garage for outbound traffic is after the angled parking going east, thereby reducing the volume of vehicles through the angled parking section. Staff concludes that the examples cited by the applicant's consultant and the applicant do not apply to the intended and expected function of McKinley Avenue.

If angled parking were approved, staff recommends that landscaping and breaks to the long line of cars be incorporated; at a minimum a few spaces would be lost to these types of landscaping enhancements. If staff's recommendation for parallel parking were approved, the applicant estimates a loss of an additional 50-55 spaces from the conversion on McKinley. The applicant estimates that replacement of these parking spaces in the structures, if feasible, would cost between \$750,000 to \$1,250,000.

The Bicycle and Pedestrian Advisory Committee viewed the Forum redevelopment plans at its September 18, 2003 meeting. The Committee recommended that angled parking was inappropriate for bicyclists and should be eliminated.

The **Murphy Avenue extension** creates a vital link between the existing "heart" of downtown, 100 Block of S Murphy Avenue, and the redevelopment of Town Center Mall. Currently, Murphy Avenue ends at a "T" intersection with Washington Avenue; an offset driveway then enters a surface parking lot. The proposed extension aligns with the centerline of the existing street creating a new four-way intersection with a new traffic signal. The Murphy extension's street widths, parallel parking, sidewalks, building lines, and sycamore trees also will replicate existing conditions creating a mostly seamless transition. Two pedestrian bridges are proposed from the new parking structure across Murphy Avenue. The first bridge is near the Washington intersection allowing direct access to Macy's and the second bridge is near the McKinley intersection and provides access to Redwood Square and the cinema across McKinley. Staff recommends a condition that the Macy's bridge be moved further south from the intersection as is feasible, resulting in the bridge location on the south side of the Macy's entrance, to reduce its appearance from Historic Murphy Avenue.

The new parking structure at this corner has entrances and exits on both Murphy and Sunnyvale Avenues. The design of the garage with multiple exits onto Sunnyvale Avenue will allow for periodic closure of Murphy Avenue as needed for special events, such as an expanded Farmers Market or Art and Wine Festival.

Murphy Avenue also extends past McKinley Avenue and underneath the proposed cinema to create a complete north south vehicle and pedestrian link to Iowa Avenue, where it terminates into a realigned "T" intersection. The northwest corner of the Deck D "Target Parking Structure" will be reconstructed with an enhanced pedestrian entrance to the garage. Target's "front door" will be located off of the Murphy extension. Staff recommends that a more pronounced pedestrian connection be provided from the Target entrance to Iowa Avenue and is included as a condition of approval. The pedestrian connection may alter the proposed new 90-degree parking configuration.

The realigned **Taaffe Avenue** is considered a secondary access street to the project and has minimal commercial presence on the street. A new traffic signal will be included at the Washington Avenue intersection. Primary parking structure entrances exist on this north/south connector. Sidewalks range in width from 10-15 feet. The existing second story access to Target will be moved closer to the McKinley intersection with a new pedestrian bridge. To the north there are two pedestrian bridges that appear to be somewhat redundant for this segment. The first bridge is curvilinear and provides direct access to Macy's and the second bridge is located approximately mid-block to provide access to Redwood Square.

Parking

Parking is distributed well across the site by providing structures at the four corners of the project. *(Table next page)* Locating the parking at the periphery of the project allows for more convenient vehicle access and fewer vehicle interruptions to the pedestrian friendly environment at the core of the project. A minimum of two entrances/exits is recommended and provided for each structure in excess of 500 spaces. Ground level pedestrian exits are distinct from the vehicle exit lanes.

The applicant has requested a deviation to the parking dimensional standard for commercial aisle width. The zoning code requires two-way travel aisles of 26 feet for commercial and 24 feet for residential. The project includes a minimum of 24-foot commercial and residential aisles and meets the minimum stall width and depth requirements of 9 x18 feet. Staff supports the deviation request in consideration of the design as underground and structured parking and the fact that the project, as proposed, does not utilize any of its 10% compact space allowance.

Parking Distribution (Site Plan information 7-20-04)

Deck A - SW	Total 1386	24.5%	Deck B - NW	Total 1892	33.5%
Underground - Office	296		Underground - Office	625	
Underground - Residential	224		Underground - Residential	297	
Grade Level - Residential	44		Grade Level Retail	277	
Grade Level	245		2nd Floor	0	
2nd Floor	308		3rd Floor	347	
3rd Floor	269		4th Floor	346	

Deck D/Target - SE	Total 901	15.90%	Deck C/Macy's - NE	Total 1257	22.2%
Underground - Retail	225		Grade Level	186	
Grade Level Retail	229		2nd Floor	0	
2nd Level Residential	36		3rd Floor	340	
2nd Level	188		4th Floor	357	
3rd Level	223		5th Floor	374	

-Total Parking Provided: 5651 spaces

-Underground Parking: 1675 spaces (30%)

-Residential Reserved: 601 spaces

-On-street parking: 215 spaces (3.8%), with the angled parking

In an effort to address efficiency of parking for both the project and the downtown area as a whole, Staff is recommending a condition of approval for an integrated dynamic parking supply availability signage system. Such a system would be able to indicate space in parking garages on a real time basis, thereby reducing the time needed to search for parking spaces as a driver enters the downtown. Increased efficiency would address, in part, issues of congestion and to a limited degree cumulative air quality impacts. Due to the potential significant cost to create a system for the whole parking district area, the condition requires investigation of the feasibility of implementing the system. Grant program opportunities may be available to assist in developing the system.

Landscape/Hardscape

The project integrates high quality landscaping interspersed throughout the site combined with interesting variations of colors and textures in the hardscape materials. The two chief vegetative features are the canopy of street trees and the central Redwood Square open space with the preservation of the historic redwoods. The street trees are varying species chosen to provide diversity of color, shade, compatibility with sidewalks, and are proposed at a substantial 48-inch box size. Final species and size are subject to City Arborist approval. Potted plants of varying sizes and types will also be included in the project. The project includes approximately 180,000 square feet of landscaping. There is no minimum landscaping requirement for this block of the DSP.

The residential units will include landscaped courtyards on the upper level of the podium parking structure internal to the McKinley Flats. Staff has required as a condition of approval a supplemental landscape plan which will include an appropriate landscaping and space buffer between the residential units and the top deck of the new parking structures.

The hardscape will include enhanced pavement and decorative features at street intersections and in the sidewalk. Enhanced pedestrian crossings will also be provided as an amenity. Landscaping and decorative features will also be included to address concealment of ground level exposed parking structures along Taaffe Avenue and Sunnyvale Avenue.

Other efforts to unify the downtown design and soften the environment will include enhanced streetscapes with benches and ornamental tree grates and light fixtures in accordance with the Downtown Standard Streetscape Specifications. These features are typified by the recent enhancements along the Mozart buildings' frontage and the new downtown plaza street frontages.

Public Art

The applicant is required to provide public art for this project. A minimum of 1% of the construction valuation of the project is earmarked for providing public art. Multiple pieces of art will be incorporated into the project. The names of individual artist(s) and specific pieces of art or locations, other than the proposed fresco at the top level of the cinema along McKinley, are not known at this time. The Arts Commission will review specific art proposals as a subsequent application to a project approval.

Stormwater Management

Although the current Town Center Mall is estimated to be 97% impervious surface, the project is required to implement stormwater treatment measures in the redeveloped project. The preliminary treatment plan indicates that impervious surfaces will be reduced by 4-8% and will include Best Management Practices (BMP) for both water quality and rates of flow. The primary BMP are multiple CDS Technology brand underground devices that hold and treat water prior to entering the public storm water system. A final third-party certified plan is required prior to the issuance of building permits. The property owner is responsible for ongoing operation and maintenance of the system.

Architecture:

The mixed-use project proposal is unique for Sunnyvale and is part of a national trend to return to the downtown settings of cities. This mixed-use project is modeled after historic development patterns of cities that incorporated a variety of uses for shopping, working, socializing, and living while addressing the modern day demands of automobile parking and amenities.

As a whole the project achieves the DSP guidelines for building orientation, location of uses, and design diversity quite well. The applicant has responded throughout the past year to community, City Council, Planning Commission, and Staff input on the design of the project. As a result, modifications have been made to the office space location and style, diversity of housing unit types

with increased articulation, parking configuration, and variable roof forms and materials. Representative elevations and materials notes are provided by the applicant in Attachment 5 and 6. Perspective drawings and renderings are also provided to better illustrate the details and character of the project.

Although the project adequately represents the pattern of use, heights, and stylistic elements of the different areas of the site, complete and detailed elevations have not been completely developed. The normal method of review for final design details is for Staff to perform the review. In certain instances requiring significant revisions or further development of the design concept, the Planning Commission will finalize the design details as part of their function as public review body of land use actions. Therefore Staff recommends as a condition of approval that significant individual areas of the project receive additional refinement and be returned for final design review by the Planning Commission as detailed below. If preferred, the City Council could assume the role of the Planning Commission and hold the public hearing on the final designs.

Mixed Use/Residential

Staff believes that the detailed perspectives and elevations for the residential components of the project along Iowa Avenue, McKinley Avenue, and Washington Avenue have appropriately addressed preliminary design concerns of building height and building variation (including: windows, railings, architectural style, balconies, etc.); the design is sufficiently developed that only traditional final detail approval by Staff is required. An important consideration for the mixed-use McKinley and Washington buildings is the integration of the upper level residential with the base retail level. Staff has included a condition that the base retail level have common unifying architectural elements for a cohesive design as represented in the perspective drawings (Attachment 5). Individual tenant improvements and signage for the retailers will be permitted within this basic building shell design of materials and building rhythm. More significant individual tenant modifications may be approved through a Miscellaneous Plan Permit review. This conforms to DSP Design Guidelines for facades relating to maintaining the building shell but allowing for individual tenant expression.

Redwood Square

Redwood Square is the commercial center of the project and an open activity area for patrons of the downtown. Staff believes this area has two key design emphases: 1st the softness and greenness of the redwood trees and landscaping, which should be the dominant design influence; 2nd the form of the surrounding buildings should define the space of the square and should have the appearance of separate buildings, reminiscent of a traditional town square. The applicant has created an interesting Spanish style building on the east side of the square inspired by the former City Hall that includes an upper open-air balcony. The other buildings are 2-story retail buildings with open connected walkways surrounding the square. Across McKinley the cinema is set above two levels of retail and extends to a height of 80 feet.

Although representative sketches have been provided, Staff believes that the design of most of the structures and the landscaping concept are not sufficiently developed for this centerpiece of the project to be approved at this time. The cinema architectural details are well done to the south of the square. However, staff has some concern regarding the final details of the cinema entrance and layout and design of the food court. The overhang of the cinema onto McKinley as a looming feature concerns staff as well.

Regarding the Redwood Square buildings, staff has included a design condition of approval that the 2nd story walkways have a more formal arcade style for the northern building and that the buildings be linked only by modest pedestrian bridges as to emphasize the distinct individual building character. The lower level may function as either an arcade or become retail floor area. The cinema overhang is recommended to be eliminated by moving the entire cinema footprint back to cantilever over the south (rear) face of the retail buildings rather than McKinley. The complete Redwood Square area, including the south side of McKinley, shall return to the Planning Commission for a subsequent final design public hearing. Staff recommends that the final landscaping details for the square and the architecture be combined for the hearing. The applicant has submitted a shadow analysis for Redwood Square that demonstrates satisfactory solar exposure and no further analysis is needed.

Mathilda Office

The applicant has provided elevations of the proposed office buildings extending along Mathilda Avenue. The buildings have ground floor retail with three stories of office above. There are three proposed buildings with a stand-alone individual building at the corner of Mathilda and Washington Avenues. The building design is currently represented to read as four buildings when viewed from Mathilda Avenue. The buildings range in height from 60 to 65 feet to the top of the parapet for the northern buildings and as high as 75 feet for the gabled roof of the office building to the south. The maximum height limit to the peak of the roof is 75 feet.

Staff believes that additional detail information and a perspective of the building articulation is required for final approval. Staff recommends that a rounded architectural corner feature be reincorporated into the design; that the design features of the office building at the corner of Washington and Mathilda be reviewed for enhanced character as a distinct building at the gateway to downtown and as an appropriate transition from the contemporary design influences of the Mozart buildings; that strong cornice details and variation in parapet height between the two façades of the building north of McKinley; and, that the southernmost building receive additional treatment to provide variation to its Mathilda façade through either building articulation, materials, roof form, or some combination of techniques. The detailed plans shall include mechanical equipment in their design to ensure adequate and architecturally compatible screening. Staff recommends that these detailed and revised plans return to the Planning Commission for a subsequent final design public hearing.

Murphy Extension

The Murphy extension has a south and north half split by McKinley Avenue. The south half functions primarily as a service street and is Target's primary design concern. Staff recommends that the final details and site features be approved at the standard staff level for the south section extending to Iowa Avenue.

The north extension of Murphy Avenue stretching to the 100 block of S Murphy Avenue is the vital link of the project to the current downtown. The layout of the street will include the same features and proportions of the 100 block as discussed in the circulation section. The architectural features of this block are significant to the community and this segment is the building block that must integrate the old with the new for downtown. The 100 block of Murphy can be categorized as an eclectic combination of styles that has a mostly constant building façade of 2-story buildings with narrow, 25-foot storefronts. Integration of this building pattern into the extension of Murphy is the goal for this section of the project.

The west side of the Murphy extension includes new 2-story retail buildings around the Macy's entrance, Macy's service area, an entrance to the Redwood Square buildings, and finally the city hall inspired building with a service area. The east side of the street includes corner retail with a 2-story façade and additional 2 levels of parking structure, a gap in the ground level façade for parking garage entrance, and open ground-level parking spaces across from Macy's (Macy's design preference), and again retail facades extending to McKinley.

Staff does not believe the pattern as described is an adequate adaptation of the existing development pattern of the 100 Block. The two primary concerns relate to the building rhythm and gaps in facades for service areas, entrances, and parking, and the upper level parking structure treatment. Staff is recommending additional architectural treatments incorporated into the upper-level parking, creation of a strong building presence at the Washington Murphy corner, thoughtful design integration of service areas (conditions of approval require a waste/recycling consultant to review service area needs and access points for the entire site), reduced apparent building gaps for a more continuous ground level façade, application of a higher level of Murphy Avenue design guideline features to the individual tenant spaces, removal of the escalators protruding out onto the Murphy Avenue sidewalk, and a perspective drawing to demonstrate building articulation and details prior to final plan approval. These comments shall be considered applicable to the Washington Avenue facades near the Murphy intersection. Final design approval shall be at a Planning Commission public hearing.

Other significant features of the block are the 2nd-story pedestrian bridges. These features are a difficult design element with two different options. The first option is to use the bridges as a character device with quality and

interesting detail work; or the second option is to take a minimalist approach attempting for low profile bridges that may blend into the background. Staff recommends approaching the bridges as an opportunity for enhanced character throughout the project.

Sunnyvale Avenue/ Parking Structure (Deck C)

The Sunnyvale façade of the parking structure requires extensive additional design work. The parking structure is approximately 44 feet high with a five-foot setback from Sunnyvale Avenue. The design appropriately has the parking levels parallel to ground with internal ramps, but the Sunnyvale façade appears to have a stark appearance with a hard edge at the property line. The proposed façade treatment and landscaping are not adequate to soften its appearance. The site restrictions of the block create a deck that is narrow and provides few options for creative design to address these issues without impacting the needed parking. However, staff recommends that options for setting back the upper level of the garage be investigated along with refined design detailing that has quality materials of high visual interest in terms of color and texture, façade treatments, and landscaping.. The revised plan and final design details shall be approved at a Planning Commission public hearing.

The remainder of Sunnyvale Avenue south of McKinley will be similar to the architecture represented for the Iowa town homes and McKinley 2-story retail. The final design details are recommended to be approved at staff level.

Taaffe Avenue

As a secondary access street to the project, this part of the project is not an area requiring significant architectural work. The commercial uses at the corner of Taaffe and McKinley Avenues create an architecturally significant point. Staff believes that the elevations at this corner and the enhanced traffic circle treatment create a high quality and interesting design. The primary areas for additional design treatment along Taaffe Avenue are the treatment at the ground level of parking structures, Target's blank façade and lack of windows or an entrance, and the octagonal buildings at the peripheral intersections. In regards to Target, it is highly unlikely that an entrance would be incorporated into the design due to the layout of the store and its impact on merchandising and security, therefore, alternative features will need to be considered.

Conditions of approval requiring quality materials of high visual interest and landscaping features should adequately address the concerns for the pedestrian experience along Taaffe Avenue. The octagonal buildings are a different concern. The south building is located over utility easements and may not be able to be constructed as currently situated. The north building is set away from the utilities. Staff recommends requiring that the north building be required to have 2-story height to be compatible with the adjacent Macy's. Staff recommends that final design review for Taaffe Avenue be conducted at the staff level.

Other Requirements:**Tentative Map**

A subsequent land use action is required prior to final plan approval of the project. A subdivision tentative map must be submitted for review for creation of ownership for both the housing and commercial portions of the project. As part of the tentative map review, easements and utility services shall also be reviewed. The vacation of Barson Terrace right-of-way shall be addressed to accommodate the proposed building locations. A condition of approval requires submittal of a Tentative Map application prior to final design approvals and recordation of a Final Map prior to issuance of building permits.

Transportation Impact Fee

The proposed project has a net increase of trips beyond the levels of the currently permitted uses for commercial, office and housing units and is subject to the Citywide Transportation Impact Fee. The fee estimate for the project is \$1.5 million.

Compliance with Development Standards

The project conforms to practically all of the development standards for the site. Two deviations are requested and supported by staff. The two previously discussed items are a deviation for a reduction in minimum lot size to allow for ownership housing and a deviation for commercial 90 degree parking aisle width of 24 feet where 26 feet is required.

Expected Impact on the Surroundings

Staff finds the overall impacts to be beneficial to the surrounding uses; the project and will revitalize a decayed shopping center and contribute to the downtown vitality. There will be an increased level of traffic and activity beyond the level of even the former fully-occupied Town Center Mall. Neighborhood gateway features are incorporated into the street improvement requirements and will appropriately address neighborhood traffic and parking concerns. The addition of people, both as residents and patrons, will produce the DSP desired goal of increased vitality and is expected to enhance the existing commercial business viability through the influx of people, thereby improving the general welfare of the downtown. The DSP acknowledges that architecturally the downtown is in a period of transition, and this statement will be embodied in the redeveloped site that is more intensive than its current surrounding uses, Mozart buildings excepted. The future uses planned for the adjacent blocks are consistent with the proposed design.

Construction Management Plan

The most immediate impact on the surrounding areas would be the demolition of the mall and the subsequently the new project construction. The estimated timetable from start to finish for the project is a minimum of 18 months. The potential noise and dust impacts were recognized as potentially significant and addressed in the Program EIR. A detailed construction management plan that identifies routing, parking, hours of operations, involvement of existing businesses, and site management techniques is required as a condition of approval.

Findings, General Plan Goals and Conditions of Approval

Staff believes that the proposed project supports the vision of the Downtown Specific Plan: to create “an enhanced, traditional downtown serving the community with a variety of destinations in a pedestrian-friendly environment”. The sensitive mixing of retail, office and residential uses creates a traditional downtown dynamic, providing opportunities for living, working, shopping and entertainment. The isolation of an interior-oriented mall is replaced by an open-air shopping district on recreated public street grid, thereby integrating the new development with the historic Downtown. All of the residential units are intended for owner occupancy. The plans, elevations and materials boards submitted to date indicate the developer’s intention to undertake a project of high quality design.

The benefits of the project to the City of Sunnyvale are significant in terms of financial gains (tax revenue), as a tool for revitalization of downtown, provision additional needed housing units, supportive of smart growth mixed-uses near the multi-modal transit station, and convenient community serving commercial uses.

Staff was able to make the required Findings based on the project description, justifications, supplemental studies and the above analysis for the Special Development as conditioned below.

- Findings and General Plan Goals are located in Attachment 1.
- Conditions of Approval are located in Attachment 2.

Fiscal Impact

The completed project is estimated to generate approximately \$2.0 million per year in new sales tax for the City’s General Fund. It will also pay a one-time construction tax of approximately \$450,000. In addition, Fourth Quarter will pay the City nearly \$1.55 million of fees for services associated with construction plan check and inspection and processing of planning permits. Project costs related to public improvements and connection fees are collected at the time of development by the Public Works Department. Other impact fees related to off-site conditions for park development and citywide traffic improvements are estimated to total \$3 million. School impact fees for

Sunnyvale School District and Fremont Union High School are estimated to total \$1.2 million.

The project is located within the Sunnyvale Central Core Redevelopment Project area. Property Tax Increment associated with redevelopment of the site goes to the Sunnyvale Redevelopment Agency to be used for appropriate public investment in revitalizing the downtown area. This project will result in an estimated \$4.0 million of annual property tax increment to the Redevelopment Agency.

With regard to ongoing service costs to the City, both Public Works and Parks and Recreation estimate that there will be no or minimal increases in demand for general City services. The City's utility rates for water, sewer, and refuse cover all ongoing costs for these services on a full cost recovery basis. Impacts to police and emergency services have been minimized with requirements for private security personnel on-site. Revenues from the additional sales tax are expected to substantially exceed projected additional costs of all services provided by the City, including additional Public Safety service.

Detailed analysis of fiscal impacts and benefits is discussed in a related separate proposed agreement, Disposition and Development and Ownership Participation Agreement, subject to Redevelopment Agency Approval. This item will be reviewed at a public hearing at the joint City Council and Redevelopment Agency meeting of August 17, 2004.

Public Contact

Notice of Negative Declaration and Public Hearing	Staff Report	Agenda
<ul style="list-style-type: none">Published in the <i>Sun</i> newspaperPosted on the site<u>2500</u> mailed to the property owners and tenants within expanded 500 ft. of the <u>Downtown Specific Plan Boundary</u>	<ul style="list-style-type: none">Posted on the City of Sunnyvale's WebsiteProvided at the Reference Section of the City of Sunnyvale's Public Library	<ul style="list-style-type: none">Posted on the City's official notice bulletin boardCity of Sunnyvale's WebsiteRecorded for SunDial

The public outreach for this project included three study sessions each with the City Council and Planning Commission and a general site plan overview by staff with the Bicycle and Pedestrian Advisory Committee in the fall of 2003. Two public outreach meetings were held by the Planning Commission in conjunction with the developer in April. These meetings were taped and replayed on KSUN. The presentation materials were made available to the public via the City's website. The combined attendance for these two meetings was over 500 persons.

The applicant has met with the Downtown Business Association on June 10th and with the Friends of Sunnyvale informally on numerous occasions. On June 11th a design charrette was held for interested parties concerning the details of the Redwood Square design; it was attended by approximately 15 persons. Planning Commission and City Council Study Sessions were held within the past eight weeks. Two Open House meeting with the developer and staff are scheduled for review of the entire project at the Heritage Center on August 2, 2004.

Alternatives

1. Adopt the Mitigated Negative Declaration and approve the Special Development Permit with attached conditions.
2. Adopt the Mitigated Negative Declaration and approve the Special Development Permit with modified conditions.
3. Adopt the Mitigated Negative Declaration and deny the Special Development Permit
4. Do not adopt the Mitigated Negative Declaration and direct staff as to where additional environmental analysis is required.

Recommendation

Staff is able to make the required findings and recommends forwarding Alternative 1 to the City Council.

Prepared by:

Kelly Diekmann
Project Planner

Reviewed by:

Trudi Ryan
Planning Officer

Reviewed by:

Robert Paternoster
Director of Community Development

Attachments:

1. Recommended Findings
2. Recommended Conditions of Approval
3. Negative Declaration
4. Site Plans
5. Perspective Drawings
6. Architectural Plans
7. Project Description and Justifications
8. Cinema Statistics
9. Supplement Studies On File (Circulation, Parking, DSP Utilities, Downtown Improvement Program Update Final EIR)

Recommended Findings - Special Development Permit

The proposed use attains the objectives and purposes of the General Plan of the City of Sunnyvale.

DSP B: *To establish the downtown as the cultural, retail, financial, and entertainment center of the community, complemented by employment, housing and transit opportunities.*

The proposal provides additional retail, housing, entertainment, and office uses to complement other uses existing and planned in the downtown area.

DSP B3: *Improve the Town Center area by reinforcing connections into and through the mall and improve the quality of the tenant mix and mall's physical environment.*

The reconnected street grid and demolition of the core of the mall will provide extensive connections and provide opportunity to attract new quality tenants in support of the remaining department stores and small businesses in downtown.

C1.2.1 (LUTE): *Promote downtown as a unique place that is interesting and accessible to the whole City and the region.*

The uses adopted include regional retail, amusement, physical, cultural and recreational enterprises. The proposal includes these uses and as conditioned will have a cohesive physical form that will assist in identifying Sunnyvale's downtown.

2. The proposed use ensures that the general appearance of proposed structures, or the uses to be made of the property to which the application refers, will not impair either the orderly development of, or the existing uses being made of, adjacent properties through its mix of permitted uses, provisions for additional permits for sensitive uses, architectural design, supply of parking, and investments in street frontage improvements and traffic signals. The proposal as conditioned, minimizes development impact on the surrounding properties and allows development complementary to Sunnyvale downtown goals and image. The redevelopment of the decayed commercial center will in fact be a positive benefit to surrounding uses and improve the general appearance and form of Block 18.

Design Guidelines of the Downtown Specific Plan

The Downtown Specific Plan contains very specific Design Guidelines in both textual and diagrammatic form. The level of detail is precise for many guidelines (e.g. colors, exterior glazing, landscape, materials and art features) and is most appropriately utilized for review of final building details. However, the pertinent project level and general building guidelines are discussed below in relation to the nature of the proposed Special Development Permit, and conditions of approval for final design requirements reference conformance and compatibility with the guidelines.

Site Design and Organization

A1 Maintain the existing downtown street grid and, to the extent feasible, reconstruct the grid where interrupted by Town Center Mall.	The street grid is reconnected to extent feasible as proposed. Extension of Frances street is not feasible due to the existing occupied department stores.
A2 Locate private on-site parking below grade or behind active uses.	The applicant has provide 30% of parking below grade and on-grade structures are wrapped with active commercial or residential uses. Architectural treatments are provided along other facades. Deck C is not able to incorporate active uses along Sunnyvale Ave. due to site constraints. On-street parking is appropriate for the pedestrian friendly and lively streetscape intentions of the DSP.
A5 Locate retail entrances, displays and special design features at building corners. Locate less active uses, such as lobby entrances to upper levels, at mid-block.	Corners of McKinley at Mathilda and Taaffe provide interesting corner elements for retail. Corners of Washington at Mathilda and Murphy are also vital points that provide architectural interest. Residential lobbies and office spaces are located mid-block.
A6 Provide direct entrances or stoops to street level residential units....	All proposed on grade town homes have walk up front doors.
<i>Architecture and Design</i>	
B1 Use variable heights and roof forms to break up heights. Do not present a uniform block of buildings at the maximum permitted height.	Throughout the project different areas of the development incorporate varying heights and architectural styles. The highest elevations (4 to 5 stories) are along Mathilda and west section of McKinley with lower levels (2 to 3 stories) in the core and east half of the development. Individual building designs incorporate various roof treatments. The Mathilda frontage has three buildings proposed with three separate roof styles varying height by up to 10 feet. Mixed-Use residential buildings incorporate three separate styles with varying building heights that step down and up along with differing roof forms on the same facades. Distinct roof forms are provided for town homes. The Mathilda office buildings do not have the appearance of being broken up and are to be revised as a condition of approval. The cinema use requires uniform height and reaches its maximum allowable height limiting additional height variation.
B2 Interrupt ground floor facades about every 30 feet with various architectural elements.	Along Murphy Avenue this is critical and provided with the individualistic character of architecture. Additional refinement to the gaps in the facades is required. Redwood Square is strongly influenced by landscaping with less influence on architecture elements, standard window displays and entries address the intent. Along McKinley and Washington interruptions are proportional to the building mass and height, generally the base building materials and treatments will extend beyond 2 storefronts and be wider than 30 feet. The various materials and features do meet the intent of the guideline while providing for visual continuity and appropriate proportions for the larger buildings. Individual tenant improvements within the base framework will provide interruptions. Mathilda elevations require additional detailing and features to meet this guideline. Town home units are less than 30 feet wide and architecturally satisfy this guideline. Parking structures along Taaffe and Sunnyvale Ave. require additional information.
B3 New commercial development should have a variety of styles and appear to be constructed over a long period of time. "Cookie Cutter" development is discouraged.	The project is planned around the DSP Commercial Core district design concepts. The project has 7 separate areas of Mathilda, West McKinley, Redwood Square, Murphy, Washington, Iowa, and Taaffe for uses and styles. Increased distinction of individual areas or excessive forced individual design within the district may create a false and "cookie cutter" project feel.

B5 Buildings within Sunnyvale's downtown may be contemporary in their form if architecture detailing is compatible with the surrounding architectural styles.	Contemporary or modern architecture is not a feature of the project per se. The Mozart office buildings do provide influence to the design of the office and mixed-use buildings near the corner of Mathilda and Washington.
<i>Setbacks</i>	
B7 Try to maintain a well-defined street edge...	All commercial buildings frame the public realm of the streets by being located at the property line.
B8 Place building frontages parallel to the street, recognize street corners with tower elements or recessed or chamfered (<i>clipped</i>) entry elements.	All buildings align parallel to the street. Most corners are chamfered for retail or tower elements are proposed to distinguish important locations.
B9 Define Buildings with top middle and base. Each component shall have horizontal and vertical articulation.	Different scales of buildings require different treatments. One and two-story buildings will incorporate more fine level detailed features oriented to the pedestrian to define the base, middle, top. Larger buildings require both fine details at pedestrian level as well as significant material and form changes to define the buildings. The fact that retail is the base use in most buildings distinguishes the base of the buildings, the middle is a secondary use with its own style with windows, balconies, colors, materials, etc., and the top incorporates various roof forms that define edge of the building. The tallest building is the cinema which incorporates an attractive fresco with interspersed columns to define the top of the building horizontally rather than a pronounced roof. In general stronger cornices, surrounds, and other features are needed to define building segments. Murphy extension specifically requires tile work details at the base and other character elements similar to Historic Murphy Avenue.
B13 For upper floors, articulation is the most important quality. Continuous flat facades should be avoided through recessed windows, awnings, French balconies, bay windows, and vertical elements.	Mixed-use residential buildings articulate the upper floors with varying building planes and buildings heights for each style. A variety of windows and balconies add depth and texture to the design. Mathilda office buildings are designed at an appropriate scale for orientation towards the larger boulevard of Mathilda Avenue. The articulation is achieved through window patterns, vertical columns, and defined entry lobbies. Additional information on articulation features for the office buildings is required for compliance with this guideline.
B17 Provide window displays and views into active retail, entertainment, and commercial uses.	All primary street frontages contain ground floor retail. Retail incorporates display windows.
B19 Avoid blank facades.	Of the plans submitted all elevations contain elements of interest in terms of the type of use or architectural details. Additional secondary elevations have not been submitted for review to determine compliance with this guideline.
<i>Roofs</i>	
B21 Roof treatments, such as cornices and overhangs, are encouraged to clearly delineate and terminate individual building tops. Unarticulated parapets are not allowed.	A variety of overhangs are incorporated into the multi-story mixed-use buildings, other buildings have proposed cornice elements. Office building parapet variation requires additional attention from the applicant. Strengthening of the cornices is a condition of approval. The longest parapet is the cinema and includes a cornice element above the fresco and tower extensions. Parapet articulation beyond cornices and extensions are not needed details along McKinley, however side and rear elevations may needed vertical articulation or cornices for computability with this guideline.
B22 Roof overhangs are encouraged to feature rafter and outrigger treatments.	Select residential roof overhangs provide exposed rafters.
<i>Windows</i>	
B25 Window and mullions are encouraged to form composed patterns	Office buildings appropriately provide standardized window treatments that complement the building form. Residential

of fenestration to complement a building's massing and to provide scale and rhythm.	facades proposed a more varied window style that provides more individual character. The general desire for the development is for individual character applied to most facades and those facades are not intended to replicate composed patterns that provide uniform and horizontal treatments.
<i>Site Landscaping</i>	
C1 Demonstrate a landscape design concept and link various site components.	The street trees are the primary link to the downtown as a whole and within the project. The streetscape as a whole is the most critical link to the site. The hardscape features of enhanced pavement link pedestrian connections throughout the development. Individual potted plants will provide district character when planted materials are not appropriate.
C2 Preserve and incorporate existing natural features, particularly trees, into the landscape design of projects.	Most on-site landscaping is along the periphery of the existing Town Center Mall. Heritage resource redwood trees internal to the existing mall are to be retained and become the defining feature for the central plaza area. Most other existing trees are to be removed and replaced with new landscaping.
<i>Open Space</i>	
C10 Provide private outdoor space for each residential unit as an outward projecting balcony or an inward projecting terrace when possible.	All street facing facades incorporate a variety of balcony treatments, most if not all units are provided with individual space within the integrity of the architectural design. Internal units facing the courtyard may include fewer balconies in consideration of privacy. Terraces are provided along Washington.
C13Plazas shall be developed with special paving, landscaping, fountains, seating areas, quality lighting, and other pedestrian amenities.	The main public open space is Redwood Square which incorporates the existing redwoods, outdoor seating, landscaping, a café, out door seating, and an upper level open-air balcony overlooking the plaza.
<i>Parking Structures</i>	
E1 Horizontal parking decks shall occur at perimeter bays, visually shielding sloping ramps at interior bays, giving structures a simple expression of vertical columns and horizontal beams and spandrels	All parking decks are horizontal providing simple geometric expression.
E2 Facades shall be given the same thoughtful consideration as active buildings.	Most facades are wrapped with active uses. Segments of Taaffe, Murphy, and Sunnyvale Avenue have viewable segments. The Sunnyvale elevation is the largest exposed segment and as proposed uses simple tower enhancements and horizontal lines. More thoughtful features are needed to address the "hard" edge created by the vertical nature and large mass of the structure located at the property line. Taaffe elevations are to include pedestrian oriented elements of interest and concealment of the vehicles. Murphy Avenue presents a challenge of addressing the facades in the context of compatibility with Historical Murphy Avenue architectural style. Proposed gaps in treatments are not acceptable.
<i>Service Facilities and Mechanical Equipment</i>	
F1 Locate service areas and drives away from public streets and nearby residential uses. Place service facilities in least visible areas.	The buildings are at the property line, therefore service areas cannot be set away from the streets. Service areas are internal to the project and not near existing residential uses. Service areas are integrated into the buildings facades rather than as separate "enclosures" as utilized throughout Sunnyvale. The most significant detail is the treatment of the gates and doors to these facades. The gaps and treatments along Murphy are inadequate for creating the sense of street continuity that is needed. Further refinement is needed.
F3 Integrate screening for rooftop mechanical equipment into the building massing...	Roof plans have not been submitted with the building elevations for evaluation.

Recommended Conditions of Approval – Special Development Permit

In addition to complying with all applicable City, County, State and Federal Statutes, Codes, Ordinances, Resolutions and Regulations, Permittee expressly accepts and agrees to comply with the following conditions of approval of this Permit:

General

- G1. Approval of this Special Development permit includes types and intensity of uses, parking requirements, circulation patterns, public and private street and sidewalk improvements, conceptual landscape design, and general building design and architectural features described herein allowing for final review of design and architectural details prior to the issuance of building permits. Plan review fees for subsequent design review applications shall apply.
- G2. Permittee shall execute a Special Development Permit document prior to issuance of a building permit for site improvements or new building construction.
- G3. The Special Development Permit shall expire if it has not been exercised within two years after the date it was approved by the City Council. A one-year extension may be granted through approval of Miscellaneous Plan Permit by the Director of Community Development. If at anytime there is a lapse in construction activity of more than one year, this permit shall be considered expired.
- G4. In addition to complying with conditions listed herein, the Special Development Permit approval is subject to the terms and conditions of the Ownership Participation Disposition and Development Agreement dated August 17, 2004 with the City of Sunnyvale Redevelopment Agency.
- G5. Prior to submittal of plans for site improvement building permits the following approvals are required:
 - a. Final design approval for the areas generally described as: Murphy Avenue Extension and Washington Intersection from Washington Avenue to McKinley Avenue, Mathilda Office Corridor, and the Redwood Square, all as discussed in more detail in the Architectural Conditions of Approval. Plans shall be submitted for review and approval by the Planning Commission at a public hearing. All other final design details are subject to approval administratively by the Director of Community Development prior to the issuance of a building permit.
 - b. Tentative Map approval is required prior to approval of the final design details of G5a. Tentative Map requirements are more fully defined in the Tentative Map Requirements Section.
 - c. Waste and Recycling Management Plan prepared by a private consultant shall be submitted to the Director of Community Development prior to approval of final design details of G5a.
- G6. Any major site and architectural plan modifications after final design approval shall be treated as an amendment of the original approval and shall be subject to approval at a public hearing before the Planning

Commission, except that minor changes of the approved plans may be approved administratively by the Director of Community Development.

- G7. Permittee shall reproduce or attach the conditions of approval on the plans submitted for building permits.
- G8. Prior to issuance of a building permit for site improvements or new construction, the Permittee shall update the Downtown Model with the approved redevelopment project for Block 18. The Permittee shall be permitted to utilize the model for purpose of marketing the project upon approval of each instance by the Director of Community Development.

Allowable Uses/Operations

- G9. Permitted uses and conditionally permitted uses and required parking uses generally include the residential uses, office, commercial, parking and all other uses which are collectively referred to as the shopping district uses as described below:
- a. Parking shall be maintained at a minimum level of general availability for public use and reserved exclusive residential spaces as calculated for the peak hour of design weekday demand utilizing the Fehr and Peers Transportation Consultant shared parking methodology; estimated as 5,050 general availability and 601 reserved residential spaces.
 - b. Maximum of 292 residential housing units to be offered for sale to individual owners
 - c. Maximum of 275,000 square feet of commercial office to include the following provisions:
 1. All offices uses as described by the zoning code as permitted for Block 18 and financial institutions are permitted above the ground floor. Office uses located on the ground floor shall be in conformance with DSP Block 18 restrictions.
 2. Maximum of 10% of the office square footage may be Medical Office uses (e.g. acupuncture, chiropractor, optometrist, clinic, same day surgery, dentist, etc.); additional Medical Office may be permitted up to 40% based on available parking with a demand for all medical office uses calculated at a rate 4.5 spaces per 1,000 square feet. Additional medical office uses proposed after execution of the Special Development Permit shall require approval of an MPP up to the maximum 40% limitation.
 - d. Maximum commercial retail shopping center square footage of 1,000,000 square feet to include the following uses and restrictions:
 1. Designated outdoor uses (estimated 11,300 sq. ft.); excluding incidental outdoor uses
 2. Cinema of up to 60,000 square feet
 - a. Cinema Multi-Plex: maximum 2,950 seats, maximum auditorium size of 350 seats
 3. Fitness Facility located above ground level of up to 40,000 square feet
 4. Restaurants (including: fast food, and designated outdoor seating, excepting the enclosed food court uses and "snack bars"

within major department stores) with a maximum of 70,000 square feet.

5. The following uses require approval of an MPP, with the shopping district operator required as applicant:

- a. Amusement uses (excepting the Cinema), such as arcades, karaoke clubs, pool rooms, sports activity entertainment, etc.
- b. Establishments that sell beer and wine beverages for on-site consumption
- c. Incidental outdoor uses with an annual renewal required in accordance with existing procedures in place for similar uses on the 100 block of South Murphy.
- d. Ground floor office or financial institution greater than 1,000 square feet
- e. Childcare Providers

6. The following uses require approval of a Special Development Permit, with the shopping district operator required as applicant:

- a. Establishments serving liquor (beer and wine only excluded) for on-site consumption
- b. Establishments with live entertainment of either performances or dance floors

7. All restaurant, amusement, social, and entertainment uses may be required, as conditions of approval of a planning permit, to coordinate hours of operation throughout the shopping district for staggered closing times.

- e. Open space (Redwood Square) centrally located around the historic redwood trees with a minimum effective square footage as defined by the surrounding face of buildings or outermost edge of covered walkways or arcades, whichever is more confined, of 33,000 square feet of effective usable area. Area including the closure of McKinley Avenue immediately abutting the open space shall have a minimum effective usable area of 1 acre. The uses to be permitted in the Redwood Square include designated and incidental outdoor uses, café, and an area for performances and gatherings in accordance with the final approved design plan. Kiosks and carts in excess of two present in the effective useable area at any one time shall require approval of a MPP for all kiosks and carts to be located in the square.

- G10. General Business hours shall be limited to 6:00 a.m. to 2:00 a.m.; additional hours of operation for expanded holiday seasonal hours or "special sale events" may be considered. More restrictive hours of operation may be imposed on specific uses requiring a MPP or Special Development Permit.
- G11. Special events shall require approval by the City at least 30 days prior to the event. Special events include closing of a public or private street for any purpose. Regular promotions or events such as movie in square, book signings, or musical ensembles utilizing the Redwood Square are permitted by this Special Development Permit.
- G12. Out-of-door loudspeakers shall be prohibited. Subtle background music may be permitted during individual businesses hours of operation, but not to exceed 11:00 p.m. adjacent to residential units
- G13. Entrances and service doors shall remain closed excepting when used to for the purposes of loading and unloading of vehicles and deliveries.
- G14. Valet services with designated reserved parking require approval from the Director of Community Development through a MPP.
- G15. Deviations Permitted:
- a. Parking Drive aisle proposed at 24 feet with a 9-foot wide space within parking structures where a 26-foot drive aisle is required for 9-foot wide commercial parking stall. Parking Structures shall not have compact parking spaces included in the design unless approved by Director of Community Development to address awkward configurations and left over spaces.
 - b. Minimum lot size of less than 0.3 acres for the purposes of creating individual ownership opportunities for housing.
- G16. Outdoor furniture shall be of durable material such as metal, concrete (e.g. no unstable plastic furniture). Cloth and other material awnings (which fade or weather) shall be replaced at least every 5 years.
- G17. Parking spaces reserved for residential use shall be maintained so as to allow for vehicle parking at all times.

Construction Mitigation

- G18. Permittee shall prepare a detailed demolition and construction phasing plan in compliance with the DDA and as described herein when not addressed in the DDA. The plan shall be subject to review and approval by the Director of Community Development with input from Public Safety and Public Works Departments, to include at a minimum the number of parking spaces available at any one time, location of construction activities and routes of construction vehicles, public safety and protection measures. Condition of Approval EM 8 addresses other provisions for the plan.

The Plan may also include but shall not be limited to the following features:

- a. Development of a building phasing plan to ensure adequate parking during project implementation.
- b. Program to direct employees and customers to available parking.
(continues next page)
- c. The use of shuttle buses for customers and employees.

- d. Offsite parking for construction workers with shuttles to the construction site.
- e. Valet parking for customers of downtown businesses.
- f. Establishment of shared parking arrangements between other private property owners in the vicinity.

Art in Private Development

G19. Comply with the art in private development requirements as noted in Sunnyvale Municipal Code 19.52 for art approval, installation and maintenance including the following requirements:

- a. The Developer of the shopping district shall provide artwork by a qualified artisan(s) as approved by the Arts Commission and Director of Community Development equal to the monetary value of one percent of the construction valuation of the project. Construction valuation is based on the building permit valuation for new building commercial construction (*excluding residential construction and parking structures*) provided by the chief building official. In the event of multi-phased development, valuation shall be based on the projected cost of all phases, even though all phases may not be completed at the same time.
- b. No building permit will be issued for any new construction of a building, expansion, or portion thereof, pursuant to Sunnyvale Municipal Code section 19.52.060 until a permit for required artwork has been issued pursuant to Sunnyvale Municipal Code section 19.52.060.
- c. A bond, letter of credit, cash deposit or other similar security instrument for 1% of the construction valuation of the development project will be required prior to issuance of a building permit for site improvements or new commercial building construction. The bond will not be released until completion and installation of the artwork requirement including related landscaping, lighting, base work and commemorative plaque.
- d. Artwork shall be installed prior to occupancy of any new commercial building, excluding parking structures.

Development Fees

- G20. Traffic Impact Fee - Projects resulting in intensification of a use or increase in floor area are subject to a citywide traffic impact fee. The fee is calculated based upon the type of development/intensification proposed and the number of net new trips generated (SMC 3.50.050(c) & 3.50.060). The fee is estimated to be \$ 1.6 million for the current project description during the 2004-2005 fiscal year. Payment is due prior to issuance of a building permit for construction or expansion of any uses excepting parking structures.
- G21. In Lieu Park Dedication Fee - The In-Lieu Park Dedication Fee shall be paid in accordance with SMC 18.10. in the amount of \$4,851.50 per housing unit prior to approval of the Final Map.

Below Market Rate Program

- G22. The project will provide (12.5%) of the total housing units (37 units) as Below Market Rate ownership dwelling units in compliance with SMC 19.66.
- a. Prior to issuance of a building permit, the developer shall execute a BMR Developer Agreement with the City to establish the units.
 - b. All BMR dwelling units shall be constructed concurrently with non-BMR units, and shall be dispersed throughout the property and shall reflect the range in numbers of bedrooms provided in the total project and shall not be distinguished by exterior design, construction or materials. (SMC 19.66.020(c)).
 - c. The original sale price of BMR dwelling units shall comply with sales prices established by the City, which is revised annually. (SMC 19.66.040 (c)).
 - d. Below Market Rate dwelling units shall be offered for sale/rent only to persons qualified under the terms described in SMC 19.66.040 and 19.66.050 and described more fully in the Administrative Guidelines (BMR Ownership Program).
 - e. Resale of BMR dwelling units shall comply with procedures set forth in SMC 19.66.060.

Public Safety

- PS1. A “pre-fire survey” shall be provided by the applicant to the Public Safety Department in both hard copy and electronic format. The survey must be completed using the “Visio” computer aided design software program. The specific items to include on the pre-fire survey can be provided by the Fire Prevention Unit of the Public Safety Department. This document must be delivered to the Fire Prevention Unit two months before new areas of the site are open to the public
- PS2. Water supply for fire protection and fire fighting shall be approved by the Department of Public Safety prior to the issuance of a building permit for new construction.
- PS3. All elevators in the mall and parking structures shall accommodate an ambulance gurney in the lying down, or “flat” position.
- PS4. Knox Box system (key switch) shall be provided. The box shall be located in accordance with the Fire Prevention Bureau requirements.
- PS5. Permittee shall consult with Crime Prevention Division at the Public Safety Department for crime prevention measures appropriate to the proposed development prior to issuance of a building permit. Permittee shall incorporate features recommended by crime prevention or explain why the features cannot be incorporated, subject to review and approval of the Director of Community Development
- PS6. Permittee shall install and maintain sufficient defibrillation units as specified by the Public Safety Department in locations determined by mutual agreement of the shopping district and office owners and the Public Safety Department. The defibrillators must be installed one week prior to occupancy of new shopping district or office buildings.

- PS7. All of the shopping district security staff shall be trained in CPR, basic first aid and the use of the defibrillator specified by the Public Safety Department. Staff must have completed their training one month before areas of the site are open to the public.
- PS8. If the total number of EMS (emergency medical service) calls for service exceeds 120 per year for the first year the shopping district is open, then shopping district Security staff will be trained in advanced first aid skills as specified by the American Red Cross.
- PS9. Permittee shall provide a comprehensive emergency and security plan subject to annual review and approval by the Director of Public Safety prior to issuance to a building permit. Decisions of the Director of Public Safety may be referred by the applicant to the City Manager for a final determination. The plan shall include at a minimum:
- A closed circuit television system visually monitoring the interior and all exterior entrances to include concourses and corridors, trash compactors, loading docks and parking facilities. Specifications of the closed circuit television system are subject to review and approval of the Director of Public Safety. The specifications shall address: sensitivity of the camera, hours of operation, maintenance of videos, areas of the shopping district to be monitored;
 - Level of private security staffing, subject to annual review. Private shopping district security staffing program shall address staffing levels, hours, vehicles and meeting schedules between mall management and Public Safety Department to meet and confer on security staffing issues within the shopping district;
 - Annual training program for private security officers assigned to the mall;
 - Locations of security telephones in parking structures and the shopping district site and protocols for routing of calls to private security initially with secondary routing to the City of Sunnyvale Public Safety Department;
 - Other procedures or features related to emergency response and evacuation of the area deemed necessary for safety and security.
- PS10. Permittee shall provide necessary infrastructure for the Department of Public Safety radios to receive and send radio transmissions throughout the shopping district and parking structures.

Architectural Plans

- A1. Prior to submittal of the final architectural plans, a Tentative Map application shall have received approval.
- A2. Prior to the submittal of the final architectural plans, a completed Waste and Recycling Management Plan prepared by a consultant in accordance with City requirement shall be submitted for approval to the Director of Community Development.
- A3. Final architectural plan approval by the Planning Commission is required for the building plans located as described below. Review by the Commission is limited to matters of architectural design; the commission may not reconsider matters of location or size of uses as approved in the Special Development Permit. Decisions of the Planning Commission may be appealed by the applicant to the City Council.

1. Mathilda Avenue Office Corridor, including McKinley intersection wrap,
 2. Washington Avenue east of Taaffe Avenue (including Macy's),
 3. Sunnyvale Avenue Elevations (emphasis on NE parking structure),
 4. Murphy Avenue Extension east and west facades from Washington to McKinley,
 5. Central McKinley including Redwood Square and Cinema building facades.
- A4. Final complete architectural plans submitted for review and approval shall address the following features and details in conjunction with application of the Design Guidelines and development standards of the Downtown Specific Plan:
- A5. Mathilda Office Corridor
- 1) Provide perspective drawing of office building front elevations.
 - 2) Provide revised front elevations for the Mathilda, Washington, and McKinley facades.
 - 3) Incorporate a notable/unique corner element (such as "rounded corner element" (*rotunda*)) at intersection of McKinley at Mathilda Avenues into the final design. Unique geometric expression of the structure is encouraged.
 - 4) Incorporate strong cornice details and include variation of parapet height for the two-façade building at the NE corner of the intersection of McKinley Avenue and Mathilda Avenue.
 - 5) Provide revised architectural treatments for the south office building to express individuality of two building façades through building articulation, roof forms, or materials. Two separate lobby entrances may be required.
 - 6) Provide revised architectural style/elements for the stand-alone building at the intersection of Mathilda Avenue and Washington Avenue that is compatible in terms of style as a transition from the taller contemporary buildings (Mozart) to the north and the adjacent contemporary mixed-use town home design proposed along Washington Avenue, and as a signature building at the main gateway to the Downtown. The design should emphasize its individual stature as a separate building along the Mathilda Office Corridor.
 - 7) Provide a gateway feature for the corner of Washington Avenue and Mathilda Avenue as denoted in the DSP. A variety of design features may be considered; the final design must be consistent with the downtown thematic gateway or wayfinding program.
 - 8) Provide a preliminary roof plan indicating prospective mechanical equipment location and proposed screening. Proposed screening shall be included in the building elevations required per A5 (1) and (2).
 - 9) Incorporate varying building materials to distinguish "individual" building facades.
 - 10) Provide building material samples for details of exterior finish, awnings, and window types for both the retail and office levels.

- 11) Contemplate the impacts of acoustical noise study mitigation in choice of building design and materials.
- 12) Contemplate the impacts of strong afternoon sun exposure to the west facades of the office buildings and associated potential reflective impacts to adjacent uses, as well as day-lighting opportunities and impacts on building conditioning and energy demand requirements.
- 13) Contemplate prospective signage locations for major tenants on the exterior facades.
- 14) Final design shall consider the effect of restrictions on exterior lighting of buildings greater than 50 feet in height per Condition of Approval EM 4 and potential interior lighting impacts on adjacent existing and future residential development.

A6. Washington Avenue

- 1) Provide complete elevations of the octagonal building that is compatible in terms of height and mass with the adjacent structures. The height of the building shall be a minimum of 20 feet and up to 35 feet for architectural features. All mechanical equipment shall be fully screened from view from the ground and upper stories of adjacent buildings, including prospective future 6-story buildings at Town and Country.
- 2) Provide elevation for Macy's façade improvements along Washington Avenue. Emphasis shall be placed upon enhanced pedestrian level features and interest; the plan shall include retention of an entrance onto Washington Avenue.
- 3) Provide elevation for new retail buildings at the intersection of Murphy and Washington consistent with the historic character and materials present on the existing 100 block of South Murphy Avenue. Washington elevations shall have the appearance of multiple buildings with emphasis on strong corner features.
- 4) Incorporate parking structure architectural façade details to enhance the appearance of the upper level of the building. Step back the upper level of garage from the lower level retail.
- 5) Provide building material samples for details of exterior finish, awnings, and window types.

A7. Sunnyvale Avenue

- 1) NE Parking structure façade shall be redesigned to
 - a. Diffuse the mass of the building through articulation of the upper two levels of parking with the setbacks, material, and color choices. During consideration of setbacks, evaluate impacts to parking supply and circulation needs.
 - b. Include landscaping throughout the design to soften appearance.
 - c. Incorporate high quality materials with texture and interest oriented to pedestrians for the first 20 feet and more pronounced features for the upper levels. Attempt to address traditional design elements of identifiable top, middle, and base.

- d. Design parking access ramps at the center of the structure's floor plate to ensure appearance of level parking decks as viewed from the exterior.
 - e. Include provisions to screen vehicles from view on the ground level with a combination of architectural and landscaping features. Upper levels shall also incorporate a minimum of a 3-foot solid wall or other similar feature to screen vehicles from street level view.
 - f. Equip entrances and exits with adequate devices for pedestrian awareness of exiting vehicle; audible alarms are discourage near residential uses.
 - g. Incorporate entrance and exiting design requirements from the Fehr and Peers circulation analysis.
 - h. Setback lighting on the upper level and utilize low profile fixtures and cutoff lenses to ensure protection of light trespass onto adjacent property.
- 2) Provide elevation for 2-story commercial building at SW corner of McKinley and Sunnyvale Avenue
 - 3) Provide building material samples for details of exterior finish, awnings, and window types.

A8. Murphy Avenue Extension

Murphy Avenue Extension shall continue the historic character and eclectic style of the S 100 Block into the proposed development as the primary link to the downtown.

- 1) Incorporate appropriate design features to create a more complete sense of continuity along the street frontage. Conceal the service areas as feasible with features that replicate building walls and doors that are of high level of visual interest and quality materials. Consider opportunities for kiosks or carts to fill in gaps in retail storefronts.
- 2) Provide detail design elevations for the proposed pedestrian bridges. The bridge location shall be set as far back from the intersection with Washington as feasible. The bridge shall be designed as an "artistic" character feature that accentuates the "eclectic and historic" design character of Murphy Avenue.
- 3) Revise elevations of the parking garage to provide a more complete screening of the upper floor of the parking deck through incorporation of false facades and building features. Attempt to provide varying elements of height to break up building mass.
- 4) Distinguish pedestrian exit routes from vehicle circulation by including architectural features and hardscape treatments.
- 5) Equip entrances and exits with adequate devices for pedestrian awareness of exiting vehicle; audible alarms are discourage near residential uses.
- 6) Include varying storefront rhythm that is representative of a narrow space in the range of 20-30 feet wide.
- 7) Set back the escalators to the Redwood Square from the sidewalk so as to not spill out onto Murphy Street and disrupt its streetscape character.

- 8) Incorporate an entrance onto Murphy Avenue extension for the NE corner building at the intersections of McKinley and Murphy.
- 9) Revise the Redwood Square east building elevations (west side of Murphy) to have a street presence on Murphy Avenue.
- 10) Provide building material samples for details of exterior finish, awnings, and window types.

A9. Redwood Square/Cinema

- 1) Provide complete buildings elevations for all buildings surrounding the square.
- 2) Building designs shall allow for the appearance of individual and distinct buildings of a compatible architectural style, materials, and roof types.
- 3) Integrate the 2nd level walkway into the building design as either an arcade or as enclosed retail on the ground floor with open-air walkway above.
- 4) Open up to the sky the entry corridor from Murphy Avenue; consider design elements representative of an historic "alley" entrance to the shops.
- 5) Provide final design concept for "glass/crystal café" represented in renderings.
- 6) Consider including a distinctive feature that provides identity to the shopping district and attracts patrons.
- 7) Provide detail design elevations for the proposed pedestrian bridges across McKinley. Bridges are to be a character element of the streetscape design.
- 8) Review escalator and elevator points of access to the ground floor.
- 9) Revise the 3rd floor Cinema footprint to be set back to eliminate the overhang above the sidewalk. Shifting of the footprint significantly further east is discouraged. To achieve this requirement the cinema may necessitate reduction in the number of auditoriums or size of auditoriums.
- 10) Provide details on treatment of the "food court" as an open dining area and its effect on the elevations on the south side of McKinley.
- 11) Consider incorporating a "galleria" or other open environment roof element for the shops on the south side of McKinley as entering Target.

A10. Individual approvals by the Director of Community Development shall be required for the final design details of the following:

- 1) Upper levels of the parking structure
- 2) Residential courtyards and buffer landscaping
- 3) Pedestrian passageway and portal features from parking structures
- 4) Murphy Avenue extension underpassage details on colors, lighting, materials, etc.
- 5) The revised pedestrian entrance scheme to the Target Parking Garage
- 6) Final layout and dimensions of surface and structured parking spaces
- 7) Solid waste and recycling management plan prepared by a consultant
- 8) Iowa Avenue elevations, including Target facades and south facing elevation of the cinema
- 9) Bicycle parking selection and placement
- 10) Prior to the issuance of a building permit for construction of a commercial building, the Permittee shall submit for approval a final exterior lighting and graphics design program for the development.
- 11) Prior to the issuance of building permit for construction of a commercial building, a Master Sign Program shall be submitted for approval. The Master Sign Program shall address individual tenant wall signs, awnings signage, fin signs, temporary signage allowances, shopping center ground signs, major tenant wall signage, information or directional kiosk signage, cinema marquee, or any other form of commercial advertisement intended to be located within Block 18. Ground signs on public property or right-of-way and off-site signage (billboards) are not permitted.
- 12) Building elevations for the corner of Iowa and Sunnyvale Avenues and elevations extending from Iowa Avenue to the McKinley and Sunnyvale Avenue intersection. Address compatible roof forms between residential and commercial components on this elevation. Cinema building façade shall be included in the background of the elevations.
- 13) Taaffe Avenue Complete Elevations
 - (1) Provide elevations of both the East and West Side of Taaffe Avenue, including the cinema and Target in the background.
 - (2) Provide rear elevations facing the parking structure, including elevations of the office buildings.
 - (3) Ground floor retail shall include a positive street presence and orientation to the street. Include specific consideration and treatment of the Target Façade at ground level.

- (4) Provide detail design elevations for the proposed pedestrian bridges. Bridges are to be a character element of the streetscape design.
 - (5) Design parking structure facades to conceal the vehicle parking and include elements of high visual interest, texture, and quality. Ground level parking stalls shall include a minimum of a 3-foot solid feature to conceal the vehicles.
 - (6) Equip entrances and exits with adequate devices for pedestrian awareness of exiting vehicle; audible alarms are discouraged near residential uses.
 - (7) Incorporate appropriate design features to conceal the service areas that are of high level of visual interest and quality materials.
- A11. Individual storefront tenant improvements (TI) are allowed with an emphasis on maintaining the unified architectural treatments for the mixed-use buildings as demonstrated in "Attachment 5 Perspective Drawings." Murphy Avenue extension storefronts shall incorporate the historic character of Murphy Avenue. TI for all areas may modify basic architectural elements of the commercial base of mixed-use buildings with administrative approval of Director of Community Development Department. Major alterations to materials and or architectural features for the mixed-use buildings shall require approval of an MPP prior to the issuance of a building permit.
- A12. Final exterior building materials and color scheme are subject to review and approval of the Director of Community Development prior to issuance of a building permit.
- A13. Visible roof material shall be of a high quality and durable materials that may include various tiles, slate, or 50-year dimensional composition as approved by the Director of Community Development.
- A14. Incorporate green building features into the project design as feasible related to the following items:
- | | |
|---|-----------------------------|
| -water efficiency | -recycled content materials |
| -energy efficiency (including renewable energy sources) | -indoor environment quality |
| -cool/green roofs | -daylighting & views |
| | -stormwater management |
- Provide documentation of intended green building and sustainable design techniques included in the development.
- A15. Typical floor plans for residential units shall be submitted to ensure adequate parking for residential uses based upon bedroom counts and appropriate lobby entrance locations for upper story uses.

Site Plan Elements

- S1. Revise the site plan to include the following elements:
- 1) Parallel parking along McKinley Avenue
 - 2) Extended movie drop off area across from Redwood Square (may remove parking)
 - 3) Service area requirements of the approved waste and recycling management plan with adequate access allowances for service vehicles
 - 4) Accessible parking spaces as required per Title 24 (estimated 61 spaces)
 - 5) Median divider prohibiting left hand turns across McKinley Avenue into Parking Deck A or B.
 - 6) Circulation design requirements of the Fehr and Peers Circulation study and as required by the Transportation and Traffic Division
 - 7) Location and extent of designated outdoor uses
 - 8) Provision of 78 open bicycle spaces (Class II) and 110 secured (Class I) employee bicycle spaces
 - 9) Potential location of required art
 - 10) Designated emergency vehicle parking only along McKinley Avenue
 - 11) Extension of pedestrian connection along the Murphy Extension from Target main entrance to Iowa Avenue that is a minimum of 8 feet wide
 - 12) Cross walks elevated to curb height with enhance hardscape treatments
 - 13) Fire hydrant locations
- S2. Backflow devices and other appurtenances shall be located out of view with those devices that are located in an exposed area adequately screened from view.
- S3. Final landscape and irrigation plan shall be submitted prior to the issuance of a building permit for construction of a new commercial building that includes detailed information on plant species, planting details, irrigation system details, decorative hardscape treatments, variety of potted plant vessels and plant types, location of benches, location of lighting fixtures. Street trees on Murphy Avenue shall be designed with infrastructure to include "twinkle lights."
- S4. Prior to the issuance of a building permit for new construction of a commercial building, a final stormwater management plan shall be submitted as required by SMC 12.60 for third party verification subject

to final review and approval by the Director of Community Development.

- S5. Street trees shall be a minimum of 48-inch box trees as denoted on landscape plan, or as determined appropriate of a smaller size by the City Arborist. Final selection of street tree species shall be determined by the City arborist.
- S6. Specimen trees shall be incorporated into the landscape palette to replace the removal of existing substantial Block 18 trees.
- S7. Streetscape elements shall be designed in accordance with Downtown Standard Streetscape Specification of the City of Sunnyvale.
- S8. A minimum of 10 feet shall remain clear for pedestrian passage along all sidewalks with incidental or designated outdoor uses at all times.
- S9. Analyze the ability to modify parking structure design to accommodate future paid and validated parking.
- S10. A dynamic parking supply system shall be evaluated for implementation that incorporates the North of Washington Parking District area. Identification of available parking spaces for each parking deck and directional guides to convenient parking for uses within Block 18 shall be included in the final site plan approval. Permittee shall be responsible for implementation of that portion of the system which directs motorists to parking in Block 18.
- S11. Consider implementing wireless internet access into public spaces of the Redwood Square and McKinley and Murphy sidewalks.
- S12. Consider opportunities for incorporating areas designed for periodic display of art or sculpture that is not required public art.

Public Improvements

- S13. Improve all abutting street frontages, sidewalks, and medians to the standards of the Downtown Specific Plan.
 - Mathilda Avenue
 - Washington Avenue
 - Iowa Avenue
 - Sunnyvale Avenue
- S14. Remove existing Traffic Signals located at Town Center Lane and Washington and Iowa and Target driveway.
- S15. Provide new traffic signal as approved by the Transportation Division at the intersection of Taaffe and Washington Avenues (*See condition EM 2*)
- S16. Provide infrastructure to construct a traffic signal in the future at the new Murphy Avenue extension intersection with Iowa Avenue.
- S17. Implement Transportation Division improvement requirements as part of Fehr and Peers Circulation study recommendations.

- S18. Provide neighborhood gateway features along Sunnyvale Avenue and Iowa Avenue for 5 locations in accordance with design determinations of the Director of Community Development and not to exceed \$250,000 total.

Tentative Map Requirements

- TM1. Prior to the submittal of plans for final architectural approval, an application for a tentative map shall have been previously approved for the creation of ownership housing, commercial property subdivision, and conveyance of properties between the Redevelopment Agency and the developer.
- TM2. The Tentative Map shall include all required standard requirements and information relevant to the approval of the SDP as follows:
- 1) All existing utilities location and capacities
 - 2) Proposed utility locations and capacities
 - 3) Distribution of sanitary sewer flows to the appropriate mains in Washington or Mathilda Avenue to ensure adequate capacity.
 - 4) Fire hydrant locations and water distribution system improvement to ensure adequate pressure for rate of flow to fight fires
 - 5) Engineered public street improvement plan cross sections
 - 6) Dedication of right-of-way
 - 7) Residential water meter locations
 - 8) Proposed easements
 - 9) Vacation of Barson Terrace
- TM3. Permittee shall consider means available to the housing developer through CC&Rs to discourage rental of new housing units.

Mitigation Monitoring Program Compliance

(project specific)

Mitigated Negative Declaration Mitigations

EM1. What and where: Protection of the 6 heritage resource redwood trees located in the current courtyard of the existing Town Center Mall during demolition of the existing mall and construction of the proposed project.

How:

1. The courtyard area of both the demolition plan and construction plans shall indicate that the existing paved area shall remain and be fenced off at the perimeter of the courtyard, not just the drip line of the trees, until preparation and installation of the new hardscape and landscape improvements are to commence.
2. Irrigation shall be provided for the trees throughout the demolition and construction of the project; an automatic sprinkler system shall be incorporated as practical, including the provision of a temporary waterline for said irrigation.
3. Grading Plan shall take into account the tree root system and be developed so as to preserve the root system during excavation work; the current grade around the trees shall not be disturbed without approval by the City Arborist.
4. Alternative means of preservation that results in an equivalent or superior level of protection may be approved by the City Arborist.

When: Prior to issuance of building permit for demolition of the Mall, plans shall be submitted for review and approval that include the above measures and other conditions of approval regarding landscaping and grading that are included as conditions of approval for the project. Fencing and Irrigation shall commence on the first day of activity on the site or sooner if feasible.

Who: The City will require this to be indicated on the building permit plans prior to issuance and will verify installation and performance during building permit inspections.

EM2. What and Where: Install signal at location #4, noted in the Fehr and Peers circulation study, of the intersection of Murphy Avenue and Washington Avenue.

How: The developer shall improve the street section from Sunnyvale Avenue to Frances Street per the Downtown Standard Street Specifications

and as specified in the conditions of approval to include a traffic signal to control all directions of traffic at the intersection of Murphy Avenue and Washington Avenue. The signals shall permit left hand turn movements from Washington Avenue onto Murphy Avenue and allow for controlled pedestrian crossings.

When: Prior to the issuance of a building permit for the site improvements allowing for the construction of Parking Deck "C," an encroachment permit and public improvement permits shall be approved for the modifications to Washington Avenue and the construction of Murphy Avenue extension that include provisions for the traffic signal. The traffic signal shall be installed prior to building permit final. Operational details of the signal shall be determined by the Transportation Manager after installation.

Who: The City will require this measure to be indicated on the public improvement plans for the construction of the project prior to its issuance and will verify installation and maintain operation of the signal.

Program EIR Mitigation Monitoring Program Requirements

EM3. Aesthetic Impact 5.1 *Mathilda Corridor*

The proposed project building height along Mathilda Avenue ranges from 65-75 feet in height, lower than the maximum height of 100 feet reviewed by the EIR. The architectural design review process of the Special Development Permit and application of the DSP Design Guidelines and Development Standards during this process has addressed the general visual continuity, height, colors, and materials allowing the City Council to determine compatibility by approving the project. Final design detail approvals will ensure adherence to the SDP approval. Approval of the project in conformance with the DSP will result in less-than-significant visual impact.

EM4. Aesthetic Impact 5-2 *Light and Glare Buildings Exceeding 50 feet in height*

Exterior building illumination above 50 feet in height has potential impacts of light trespass on nearby properties. The project contains commercial office buildings along Mathilda Avenue that exceed 50 feet height and a cinema that reaches 80 feet in height.

Requirement: Exterior illumination of architectural features along the Mathilda Corridor Office buildings above the third floor after 10:00 PM is prohibited. In addition, a detailed lighting plan is a condition of approval of the project that will ensure "soft" lighting of architectural features, appropriate signage locations and illumination to further ensure mitigation of potential light trespass. Compliance with SMC 19.42.050 and enforcement of these restrictions and design conditions will result in less than significant impact.

EM5. Transportation Impact 7-4 *Cumulative Intersection level of service*

Improvements to intersections reviewed for Impact 7.4 of the EIR for cumulative traffic impacts for the year 2020 conditions.

Requirement: Proportional share of intersection improvements within the City of Sunnyvale is addressed by payment of the Citywide Transportation Impact Fee. The impact fee is based upon net new peak hour trips created from the commercial, office, and housing uses within Block 18 and is to be collected at the rate as established by ordinance at the time of issuance for a building permit for the construction of each building. In addition, a fair share of the costs for improvement to De Anza Boulevard and Homestead Road in Cupertino of a southbound right turn lane shall be collected prior to the issuance of a building permit for construction of a building. The City of Cupertino has established an estimated improvement cost of \$ 333,000. The estimated impact to the intersection if project as 22.8% for fair share cost of \$75,924. Payment of required impact fees will address fair share impacts of the proposed project and result in a less than significant impact.

- EM6. **Transportation Environmental Setting** *Washington Mathilda Intersection*
The project description for the EIR included improvements for additional capacity of the intersection of Washington and Mathilda.

Requirement: The fair share contribution for this improvement is incumbent upon this project for the compliance with the environmental setting of the EIR. The fair share contribution for this improvement is 41% of the Mathilda/Washington projects cost, based on trip generation analysis of the Sunnyvale Town Center Mall Modifications. The fair share cost of the improvement shall be based on final estimates approved by the City Engineer for 100% construction drawings. The fair share cost shall include credit for previously completed right-of-way dedication and may include monetary contributions and work performed. The total calculated fair share cost shall not exceed \$ 779,000. Performance of fair share responsibilities will result in a less than significant impact.

- EM7. **Noise Impact 9-1** *New Development Exposure to Excessive Env. Noise*
The EIR identifies that the subject site may be exposed to levels of noise that would exceed interior noise levels established in the Noise Element. The subject site is located within outdoor noise contours of 60 Ldn or greater from the roadway noise and the Moffett Field Airport Approach.

Requirements: Although standard construction techniques minimize exposure to noise in compliance with California Administrative Code Title 24, an acoustical analysis shall be performed for the purpose of analyzing effects of exposure to continuous roadway noise sources and instantaneous noise levels related to aircraft as related to the design and construction techniques of the project. The analysis shall include recommendations for changes to the design and construction of the project to ensure feasible conformance with noise thresholds. Prior to submission of plans for a building permit for construction of a building, the analysis shall be submitted for review and approval the Director of Community Development. The approved analysis and mitigations, if any, shall be

incorporated in the building design plans at the time submittal to the city. Adherence to the findings of the acoustical analysis will result in a less than significant impact.

EM8. Noise Impact 9-2 Temporary Construction Noise

Project related construction activities including, demolition, grading, and building may expose adjacent sensitive uses to noise level that may interfere normal activities.

Requirement: To address project related temporary noise the following performance conditions shall be adhered to per Mitigation 9-2 of the EIR as required per the final approved construction mitigation plan.

1. Erect standard plywood construction barriers (minimum height eight feet) around the construction sites to shield adjacent commercial and distant residential receptors. Barriers shall be painted and kept in good repair and free of graffiti.

2. Equip all internal combustion engine driven equipment with mufflers which are in good condition and appropriate for the equipment;

Utilize "quiet" air compressors and other stationery noise sources where technology exists.

3. Locate stationary noise-generating equipment as far as possible from sensitive receptors when sensitive receptors adjoin or are near a construction project area;

4. Route all construction traffic to and from the project site via Mathilda Avenue and McKinley Avenue entrance, with Washington Avenue as secondary access. Prohibit heavy construction related truck traffic on residential streets.

5. Schedule construction activities to have the least impact on nearby receptors. Noise inducing activities are restricted to 7:00AM to 8:00 PM Monday – Friday, 8:00AM to 5:00PM Saturday, and no activity on Sunday. The construction lunch break should coincide with the prime lunch hours of the restaurants and other adjacent commercial land uses to enable peaceful use of outdoor dining facilities or services by patrons of local commercial businesses.

6. If pile driving occurs, expedite the pile driving schedule through the use of two or three pile drivers at once to reduce the amount of time taken to drive piles for a foundation. Reducing the duration of this construction activity can significantly minimize the impact to adjacent land uses;

7. Evaluate noise control treatment for pile drivers. It is possible to shroud pile drivers and reduce the amount of noise emitted by 10 dBA or more;

8. Pre-drill holes for piles. A technique that has been found effective in reducing the number of blows to seat a pile is to pre-drill the holes so that only a few blows are required to seat each pile. This would reduce the amount of pile driving noise exposure;

10. Designate a "noise disturbance coordinator" who would be responsible for responding to any local complaints about construction noise. The disturbance coordinator would determine the cause of the noise complaint (e.g., starting too early, bad muffler, etc.) and would require that reasonable measures warranted to correct the problem be implemented. Conspicuously post a telephone number for the disturbance coordinator at the construction site and include it in the notice sent to neighbors regarding the construction schedule.

Implementation of the above mitigation measures will reduce the potential impact to less than significant.

EM9. Air Quality 10-1 Construction Impacts

Dust from associated construction activities may affect air quality.

Requirement: Adhere to the following operational conditions for Mitigation 10-1.

1. Water all active construction areas at least twice daily.
2. Water or cover stockpiles of debris, soil, sand or other materials that can be blown by the wind.
3. Cover all trucks hauling soil, sand, and other loose materials or require all trucks to maintain at least two feet of freeboard.
4. Pave, apply water three times daily, or apply (non-toxic) soil stabilizers on all unpaved access roads, parking areas and staging areas at construction sites.
5. Sweep daily (preferably with water sweepers) all paved access road, parking areas and staging areas at construction sites.
6. Sweep streets daily (preferably with water sweepers) if visible soil material is carried onto adjacent public streets.
7. Limit traffic speeds on unpaved roads to 15 miles per hour.

In addition, require the following practices during demolition:

8. Use dust-proof chutes whenever possible for loading construction debris onto trucks.
9. Use continuous watering to control dust penetration during demolition of the structure and break-up of pavement.
10. Cover all trucks hauling debris from the site.

Implementation of the above mitigation measures will reduce impacts to a level of less than significant.

EM10. Air Quality 10-2 Regional Long Term Impacts

Long term air quality impacts are related to regional transportation emission impacts. Complete mitigation was not considered feasible and is a significant and unavoidable impact. Partial mitigation can be provided

for in terms of design techniques, site improvements, and operational procedures.

Requirements: To address the primary impact of Peak Hour trip generation and associated congestion a Transportation Demand Management Program (TDM) is required. The TDM shall address potential trip reduction practices for all uses within the development. Provisions for off-peak shift changes, subsidized transit passes, information kiosks for employees and customers shall be analyzed for feasibility. Specifically the plan shall account for a 15% peak hour trip reduction goal for the office component or a 10% total peak hour trip reduction for all uses (commercial, housing, and office) within the project. The TDM shall include an annual monitoring program and a penalty system for lack of achievement. The TDM shall be submitted for review and approval by the Director of Community Development Department prior to the issuance of the final building permit. The TDM is required to be implemented in accordance with the Director of Community Development Department approval, but at a minimum shall require implementation upon occupancy of 20% of the office space entitlement for the project. Compliance with TDM provisions shall be incorporated into lease agreements for office tenants. Incorporation of the TDM measures will potentially reduce project impacts but the impact shall remain significant and unavoidable as identified in the certified Program EIR.

EM11. Water Quality Impact 11-1 *Urban Runoff*

Construction and Operation pollution of stormwater runoff from on-site uses, as well as the rate of flow into the storm drainage system, may have an impact on facility capacity and downstream degradation of San Francisco Bay receiving waters.

Requirement:

1. Obtain a permit from the Regional Board for water quality and include a "Blue Print for Clean Bay" with adequate BMPs as part of the plan submittal for demolition permit and a separate plan as part of the plan submittal for the first building permit.
2. Operation runoff impacts of the uses of the site shall be addressed in certified Storm Water Management Plan that is to address among other things, pollutant sources, volume of flow, and on going maintenance. The Storm Water Management Plan be developed in accordance with the draft Storm Water Management Plan provisions and the requirement of SMC 12.60. Third party certification of the plan is required prior to its approval by the City.

Implementation of both mitigation measures BMP will result in a less than significant impact.

EM12. Geology and Soils Impact 12-1 *Expansive Soils*

Project improvement may be affected by damage from expansive soils, ground water, or settlement of soils.

Requirement: Consistent with standard City practices, a geologic report shall be submitted for review and approval to the Director of Community Development. Prior to submittal for a grading or site improvement related building permit that report shall be submitted for review and approval. Implementation of the reports findings will result in a less than significant impact.

EM13. Cultural Resources 15-1 *Disturbance of an Archaeological Resources*

Although Staff has no evidence of archaeological resources being located on-site within the proposed area of construction area, previous construction related to the construction of the "Target" Garage (Deck D) uncovered native American remains. As a precautionary measure, standard city procedures address the potential unearthing of discovered sensitive resources.

Requirement: If evidence of prehistoric or historic artifacts or remains is uncovered during the course of excavation or grading for the project, grading activity in the immediate area shall cease and a qualified archaeologist shall be contacted so that appropriate mitigation programs can be developed. Implementation of this mitigation measure will reduce the potential impact to archaeological resources to a less-than-significant level.

EM14. Cultural Resources 15-2 *Degrade existing Historic Resources*

The proposed project contains 6 historic resource redwood trees and is adjacent to historic landmark districts. Condition EM 1 addresses on-site preservation of the historic redwoods trees. No other historic resources are anticipated to be affected by the proposed project. No additional mitigation is required no impact.